



**Alpesh Dhandhlya & Associates  
Company Secretaries**

Office : 401, Haash Complex, Nagri Hospital-Law Garden Road, Nr. Ellise Bridge Police Line, Ahmedabad-380006  
Email Ids. [welcome2pcs@gmail.com](mailto:welcome2pcs@gmail.com), [alpesh.pcs@gmail.com](mailto:alpesh.pcs@gmail.com), Ph. 079 - 48980181, Contact Nos. 8000133307

Date: 26<sup>th</sup> September, 2020

To,

The Chairman of the 13<sup>th</sup> Annual General Meeting of Prime Fresh Limited (Formerly Known as Prime Customer Services Limited), Held on Friday, the 25<sup>th</sup> Day of September, 2020 at 04:00 P.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

**CONSOLIDATED SCRUTINIZER'S REPORT**

**13<sup>TH</sup> ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF PRIME FRESH LIMITED (FORMERLY KNOWN AS PRIME CUSTOMER SERVICES LIMITED) HELD ON FRIDAY, 25<sup>TH</sup> SEPTEMBER, 2020 AT 04:00 P.M. THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM').**

I, Alpesh Dhandhlya, proprietor of M/s. Alpesh Dhandhlya & Associates, Company Secretaries, have been appointed as Scrutinizer for the purpose of remote e-voting and e-voting on the date of 13<sup>th</sup> Annual General Meeting to be carried by the Company pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') read with MCA Circulars 14/2020, 17/2020 and 20/2020 and in accordance with the provisions of SEBI (Listing Obligation and Disclosure requirement) Regulations, 2015 in respect of resolutions mentioned in the report, at the 13<sup>th</sup> Annual General Meeting of the company held on 25<sup>th</sup> September, 2020 through VC/OAVM.

*Tinon Ghelani*







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The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and e-voting on the date of AGM] for the resolutions contained in the Notice of the 13<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as scrutinizer is restricted to make a Scrutinizer's Report of the votes cast 'For' or 'Against' the resolutions stated in the Notice.

**Report on scrutiny:**

1. The Company has entered into an arrangement with National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting and e-voting on the date of AGM.
2. The cut-off date for the purposes of identifying the shareholders entitled to vote on the resolutions placed for approval of the shareholders was Friday, 18<sup>th</sup> September, 2020.
3. The remote e-voting facility was kept open for three days from Tuesday, 22<sup>nd</sup> September, 2020 (09:00 A.M.) till Thursday, 24<sup>th</sup> September, 2020 (05:00 P.M.).
4. As on cut-off date i.e. 18<sup>th</sup> September, 2020, there were 162 (One Hundred Sixty Two Only) shareholders.

*Tinon Gohel*







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5. There were 15 members who have logged in as shareholders of the company were present at the 13<sup>th</sup> Annual General Meeting through VC/OAVM.
6. The shareholders who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. The facility of e-voting at the Annual General Meeting through VC/OAVM was provided by NSDL pursuant to Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 issued by MCA.
8. On Friday, 25<sup>th</sup> September, 2020 at 04:35 p.m., after 15 minutes of closure of the AGM, the EVSN generated by NSDL was blocked by the system.
9. On Friday, 25<sup>th</sup> September, 2020 at 04:45 p.m. the votes cast through remote e-voting and e-voting at the AGM, were unblocked by me in the presence of Mr. Vinit Sinha and Mr. Dishank Patel.
10. The consolidated results of remote e-voting and the e-voting on the day of the AGM are as under:

**CONSOLIDATED RESORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS I.E. [REMOTE E-VOTING AND E-VOTING ON THE DATE OF AGM] IS AS UNDER:**

*Tinon Solanki*







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**Item No. 1: As an Ordinary Resolution**

To receive, consider and adopt the audited financial statements of the Company including the Audited Balance Sheet as on March 31, 2020, the Statement of Profit and Loss and the Cash flow statement [including consolidated financial statements] for the financial year ended on 31<sup>st</sup> March, 2020 together with the Reports of the Board of Directors and Auditors thereon.:

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	30	2344320	100
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>2344320</b>	<b>100</b>

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	0	0	0
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(iii) Votes **Invalid**:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Tinoo Shahani*







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**Item No. 2: As an Ordinary Resolution**

**To appoint a Director in place of Mrs. Neha Ghelani (DIN: 00197285) who retires by rotation and being eligible, offers herself for re-appointment.:**

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	30	2344320	100
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>2344320</b>	<b>100</b>

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	0	0	0
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(vi) Votes **Invalid**:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Tinoo Ghelani*







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**Item No. 3: As Special Resolution**

**Reappointment of Mr. Jinen Ghelani (001872929) as Managing Director:**

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	30	2344320	100
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>2344320</b>	<b>100</b>

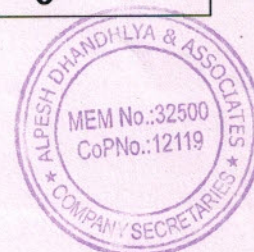
(viii) Voted **against** the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	0	0	0
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(ix) Votes **Invalid**:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Jinen Ghelani*







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**Item No. 4: As Special Resolution**

**Reappointment of Mrs. Neha Ghelani (DIN: 00197285) as Whole Time Director:**

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	30	2344320	100
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>2344320</b>	<b>100</b>

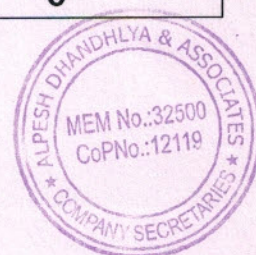
(xi) Voted **against** the resolution:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	0	0	0
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(xii) Votes **Invalid**:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Neha Ghelani*







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**Item No. 5: As Special Resolution**

**Reappointment of Mr. Hiren Ghelani (DIN: 02212587) as Whole Time Director:**

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	30	2344320	100
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>2344320</b>	<b>100</b>

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	0	0	0
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(xv) Votes **Invalid**:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Hiren Ghelani*







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**Item No. 6: As Special Resolution**

**Reappointment of Mr. Ravi Menon (DIN: 05254365) as an Independent Director:**

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	30	2344320	100
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>2344320</b>	<b>100</b>

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	0	0	0
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(xviii) Votes **Invalid**:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Tinon Shalun*







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**Item No. 7: As Special Resolution**

**Reappointment of Mr. Brijesh Misra (DIN: 07524535) as an Independent Director:**

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	30	2344320	100
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>30</b>	<b>2344320</b>	<b>100</b>

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

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members	% of total number of valid votes cast
Through remote e-voting	0	0	0
Through e-voting at AGM	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

(xxi) Votes **Invalid**:

Mode of Voting	Number of Members Voted (In person or by Proxy)	Number of Vote Cast by Members
Through remote e-voting	0	0
Through e-voting at AGM	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Tinor Ghelani*







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11. Based on the above voting, all Resolutions are carried on with requisite majority. Accordingly we request the Chairman of the 13<sup>th</sup> Annual General Meeting to announce the result of the Meeting.
12. A list of Shareholders who voted "**FOR**", "**AGAINST**" and those whose votes were declared invalid for each resolution is enclosed.
13. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman Consider, Approves and Signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

**For, Alpesh Dhandhlya & Associates  
Company Secretaries**

**Alpesh Dhandhlya**

**Proprietor**

**COP: 12119**

**UCN: I2013GJ1046200**

**Peer Review Registration Number:  
508/2017**

**UDIN: A032500B000778157**

Date: 26.09.2020

Place: Ahmedabad



**Witness 1:**

Mr. Vinit Sinha   
B/6, Punitjyot Society,  
Ranip-382 480, Ahmedabad

**Witness 2:**

Mr. Dishank Patel   
296/2, Rani Masjid Building,  
Mahalaxmi No Khancho,  
Sarangpur, Ahmedabad-  
380001

**COUNTERSIGNED BY:**

**For, Prime Fresh Limited,**  
(Formerly Known as Prime  
Customer Services Limited)

**Jinen Ghelani**  
Chairman & Managing Director  
& CFO  
DIN: 01872929

