



# PRISM JOHNSON LIMITED

September 30, 2024

The National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051.	BSE Limited, Corporate Relationship Department, P. J. Towers, Dalal Street, Fort, Mumbai – 400 023.
Code : PRSMJOHNSN	Code : 500338

Dear Sir/Madam,

**Sub: Proceedings of Postal Ballot, details of e-voting results through Postal Ballot and Scrutiniser's Report.**

In continuation to the disclosure made by the Company on August 9, 2024, this is to inform that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (“SS-2”) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of shareholders of the Company for appointment of Mr. Raakesh Jain (DIN: 10711581) as a Director and Whole-time Director, designated as Executive Director & CEO (Cement) of the Company, was sought through Postal Ballot.

In accordance with applicable MCA and SEBI circulars, the Postal Ballot Notice dated August 30, 2024 was sent through electronic mode only to those shareholders whose e-mail addresses were registered with the Company or its Registrar & Transfer Agent/ Depositories/Depository Participants and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Friday, August 23, 2024, seeking their approval on resolutions set out in the Postal Ballot Notice.

The remote e-voting period commenced from Saturday, August 31, 2024 at 9:00 a.m. (IST) and concluded on Sunday, September 29, 2024 at 5:00 p.m. (IST). During the remote e-voting period, the shareholders of the Company holding equity shares, either in physical form or in dematerialised form as on the cut-off date, were entitled to vote on the resolutions set out in the Postal Ballot Notice only by remote e-voting (‘e-voting’). The Company had engaged KFin Technologies Limited, the Registrar & Transfer Agent of the Company (“KFin”), as its agency for providing remote e-voting facility to its shareholders.



Corporate Office: “Rahejas”, Main Avenue, V.P. Road, Santacruz (W), Mumbai- 400 054. India. T: +91-22-61042200 / 66754142 / 43 / 44

Registered Office: Prism Johnson Limited. 305. Laxmi Niwas Apartments, Ameerpet. Hyderabad - 500 016. India.

(W): [www.prismjohnson.in](http://www.prismjohnson.in), (E): [info@prismjohnson.in](mailto:info@prismjohnson.in)

CIN: L26942TG1992PLC014033



# PRISM JOHNSON LIMITED

Ms. Savita Jyoti of M/s. Savita Jyoti Associates, Practising Company Secretary, Hyderabad, was appointed as the Scrutiniser for conducting the Postal Ballot through the remote e-voting process in a fair and transparent manner. The Scrutiniser has submitted her report on the Postal Ballot through remote e-voting on September 30, 2024 and as per her report, the resolutions set out in the Postal Ballot Notice have been passed with requisite majority.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the e-voting results of the Postal Ballot along with the Scrutiniser's Report. Resolutions as set out in the Postal Ballot Notice dated August 30, 2024 are deemed to have been passed on the last date specified for remote e-voting i.e. Sunday, September 29, 2024.

The e-voting results along with Scrutiniser's Report are available on the Company's website at <http://www.prismjohnson.in> and on the website of KFin at <https://evoting.kfintech.com> and are also displayed at the Registered Office and Corporate Office of the Company.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For **PRISM JOHNSON LIMITED**

SHAILESH DHOLAKIA  
COMPANY SECRETARY &  
COMPLIANCE OFFICER

Encl.: E-voting results and Scrutiniser's Report on Postal Ballot



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# PRISM JOHNSON LIMITED

<b>Company Name</b>	PRISM JOHNSON LIMITED
<b>Resolution through Postal Ballot deemed to be passed on</b>	September 29, 2024
<b>Record date (i.e. cut-off date for remote e-voting)</b>	23-08-2024
<b>Total number of shareholders on record date</b>	72,648
<b>No. of shareholders present in the meeting either in person or through proxy :</b>	
<b>Promoters and Promoter group :</b>	Not Applicable
<b>Public :</b>	Not Applicable
<b>No. of shareholders attended the meeting through video conferencing :</b>	
<b>Promoters and Promoter group :</b>	Not Applicable
<b>Public :</b>	Not Applicable



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CIN: L26942TG1992PLC014033

## Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Mr. Raakesh Jain (DIN : 10711581) as a Director of the Company, liable to retire by rotation.

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		376880669	99.9999	376880669	0	100.0000	0.0000	
	Poll	376881169	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		376881169	376880669	99.9999	376880669	0	100.0000	0.0000
Public-Institutions	E-Voting		47341382	97.0572	47253776	87606	99.8149	0.1851	
	Poll	48776801	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		48776801	47341382	97.0572	47253776	87606	99.8149	0.1851
Public- Non Institutions	E-Voting		2252332	2.8988	2239303	13029	99.4215	0.5785	
	Poll	77698610	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>		77698610	2252332	2.8988	2239303	13029	99.4215	0.5785
<b>Total</b>			503356580	426474383	84.7261	426373748	100635	99.9764	0.0236
<b>Whether resolution is Pass or Not.</b>							Yes		



## Resolution (2)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Mr. Raakesh Jain (DIN : 10711581) as Whole-time Director, designated as Executive Director & CEO (Cement) of the Company.

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		376880669	99.9999	376880669	0	100.0000	0.0000
	Poll	376881169	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	376881169	376880669	99.9999	376880669	0	100.0000	0.0000
Public-Institutions	E-Voting		47341382	97.0572	43381038	3960344	91.6345	8.3655
	Poll	48776801	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	48776801	47341382	97.0572	43381038	3960344	91.6345	8.3655
Public- Non Institutions	E-Voting		2252332	2.8988	2239475	12857	99.4292	0.5708
	Poll	77698610	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	77698610	2252332	2.8988	2239475	12857	99.4292	0.5708
<b>Total</b>		503356580	426474383	84.7261	422501182	3973201	99.0684	0.9316
<b>Whether resolution is Pass or Not.</b>							Yes	

**SCRUTINIZER'S REPORT**

[Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To  
The Chairman  
**Prism Johnson Limited**  
'Rahejas', Main Avenue, V P Road,  
Santacruz (West), Mumbai – 400054  
CIN: L26942TG1992PLC014033

Dear Sir,

**Sub: Scrutiniser's Report on the voting by means of remote e-voting on the resolutions set out in the Postal Ballot notice dated August 30, 2024**

Pursuant to the resolution passed by the Board of Directors of Prism Johnson Limited (hereinafter called 'the Company') on **August 9, 2024**, we have been appointed as scrutinizer for the purpose of scrutinizing the voting by means of postal ballot only by remote e-voting process in a fair and transparent manner in respect of resolutions as circulated in the postal ballot notice dated **August 30, 2024**.

The Company had engaged the services of its Registrar & Transfer Agent viz. KFin Technologies Limited, Hyderabad, to provide a platform for recording votes of members electronically through Remote e-voting ('remote e-voting'). KFin Technologies Limited has set up the remote e-voting facility on its e-voting website at <https://evoting.kfintech.com/>

Sr. No.	Description of Resolutions
1.	<b>Appointment of Mr. Raakesh Jain (DIN: 10711581) as a Director of the Company, liable to retire by rotation</b>
2.	<b>Appointment of Mr. Raakesh Jain (DIN: 10711581) as Whole-time Director, designated as Executive Director &amp; CEO (Cement) of the Company</b>

We report that the postal ballot notice dated August 30, 2024 together with the explanatory statement under Section 102 of the Companies Act, 2013 read with the relevant rules, General Circular No.9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ('MCA') in continuation to the circulars issued earlier in this regard by MCA ('MCA Circulars'), Secretarial Standard on General Meetings issued by the Institute of Companies Secretaries of India and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended, were sent via electronic mode only to those members whose e-mail addresses were registered with the Company/Registrar & Transfer Agent/Depositories/Depository Participants and whose names appear in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on **Friday, August 23, 2024 ('cut-off date')**.



The Postal Ballot Notice was also placed on the website of the Company at <https://www.prismjohnson.in/> and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively; and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>. In compliance with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to dispatch of Postal Ballot notice, Special Business to be transacted as set out in the Postal Ballot Notice by remote e-voting process, registration of email address by the members holding shares in physical form and/or in demat mode and instructions for remote e-voting were published in "Business Standard", English Newspaper all India Edition, and in "Nava Telangana", Telugu Newspaper on August 31, 2024.

The voting period for remote e-voting commenced on Saturday, August 31, 2024, from 09:00 hours (IST) till Sunday, September 29, 2024, 17:00 hours (IST) both days inclusive. The votes cast by remote e-voting through remote e-voting facility provided by KFin Technologies Limited received up to September 29, 2024, 17:00 hours (IST) were considered valid for scrutiny and the remote e-voting platform was blocked thereafter.

The remote e-voting platform of KFin Technologies Limited was unblocked thereafter by me in the presence of Mr. Pavan Kumar and Mr. Manoranjan, who are not in the employment of the Company / KFin Technologies Limited, as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014, who have signed in confirmation of the same.

On scrutiny of total number of votes cast, we report that 516 members cast their votes through remote e-voting for Ordinary Resolution No. 1.

On scrutiny of total number of votes cast, we report that 513 members cast their votes through remote e-voting for Special Resolution No. 2.

**The details of the remote e-voting are as under:**

**1. Appointment of Mr. Raakesh Jain (DIN: 10711581) as a Director of the Company, liable to retire by rotation:**

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

No. of members	No. of valid votes cast in favor of the Resolution	% of total no. of valid votes cast
435	426373748	99.976%

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

No. of members	No. of valid votes cast against the Resolution	% of total no. of valid votes cast
81	100635	0.024%

(iii) **Invalid & Abstain** votes:

Total numbers of members whose votes were declared <b>invalid</b> / abstained	Total number of votes declared <b>invalid</b> / abstained
6	814

As the number of votes cast in favour of the resolution is more than the number of votes cast against, I report that the Ordinary Resolution No.1, as set forth in the Postal Ballot Notice dated August 30, 2024, has been passed by the Members with requisite majority. The Ordinary Resolution is deemed as passed on the last date specified for e-voting, i.e., September 29, 2024.

**2. Appointment of Mr. Raakesh Jain (DIN: 10711581) as Whole-time Director, designated as Executive Director & CEO (Cement) of the Company:**

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

No. of members	No. of valid votes cast in favor of the Resolution	% of total no. of valid votes cast
399	422501182	99.068%

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

No. of members	No. of valid votes cast against the Resolution	% of total no. of valid votes cast
114	3973201	0.932%

(iii) **Invalid & Abstain** votes:

Total numbers of members whose votes were declared <b>invalid</b> / abstained	Total number of votes declared <b>invalid</b> / abstained
6	814

As the number of votes cast in favour of the resolution is more than three times the number of votes cast against, I report that the Special Resolution No.2, as set forth in the Postal Ballot Notice dated August 30, 2024, has been passed by the Members with requisite majority. The Special Resolution is deemed as passed on the last date specified for e-voting, i.e., September 29, 2024.

The result of e-voting through Postal Ballot will be displayed on the Company's website at <https://www.prismjohnson.in/> and that of the e-voting Service Provider's website at <https://evoting.kfintech.com>. The result of e-voting will also be communicated to BSE Limited and the National Stock Exchange of India Limited by the Company, being stock exchanges where the equity shares of the Company are listed.



**SAVITA JYOTI ASSOCIATES**  
COMPANY SECRETARIES

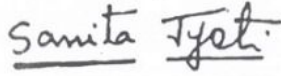
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**CS. SAVITA JYOTI**, B.Com., F.C.S.

The register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in our custody until the Chairman considers, approves, and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

for **Savita Jyoti Associates**  
**Company Secretaries**



**CS Savita Jyoti**  
Practicing Company Secretary  
CP No:1796; M No: FCS 3738  
UDIN: F003738F001369333  
Peer Review No: 1326/2021

**SAVITA JYOTI, FCS 3738**  
Practicing Company Secretary  
Certificate of Practice No. 1796

Place: Hyderabad  
Date: September 30, 2024

Witness 1:



Witness 2:



Countersigned by:  
for **Prism Johnson Limited**

Shailesh Dholakia  
Company Secretary &  
Compliance Officer

Place: Mumbai  
Date: September 30, 2024