

Scrutinizer Report

To,
The Chairman,
P R Holdings Limited
R-489, GF-C New Rajinder Nagar,
New Delhi-110060.

Dear Sir,

We, B. Bhushan & Co. (Company Secretaries) appointed as Scrutinizer(s) for the purpose of the e-voting and poll taken on the below mentioned resolution(s), at the 35th Annual General Meeting of the Equity Shareholders of **P R Holdings Limited** (CIN :- L27310DL1983PLC314402) having its Registered office at R-489, GF-C, New Rajinder Nagar, New Delhi-110060, held on 24th September, 2018 at R-489, GF-C, New Rajinder Nagar, New Delhi-110060, submit our report as under:

1. The Company has informed that, on the basis of Register of Members and List of Beneficial Owners made available by the Depositories viz: NSDL/CDSL the company completes the dispatch of Notice of AGM on 17th August, 2018.
2. The voting rights were reckoned as on 18th September, 2018 being the cutoff date for the purpose of deciding the entitlement of the members at e-voting and voting at the AGM.
3. The Company has appointed NSDL as the agency to provide the E-voting platform.
4. E-Voting platform was opened from September 20, 2018 (9:00 am) to September 23, 2018 (5:00 pm).
5. As prescribed under The Companies Act, 2013 and Rules framed there under, the scrutinizer shall have access after the closure of period of e-voting and before the start of AGM, to only such details relating to the members who have cast their vote, such as their Name, Folio No., Number of shares held, but not the manner in which they cast their vote. And accordingly the NSDL had provided the same to us.
6. On completion of the meeting NSDL provide us the details to the e-voting results with the list of members who have cast their vote electronically with their shareholding details and details on vote on each resolution.
7. We unblocked the e-voting results in the presence of Mr. Atara Chandra and Mr. Monu who are not in the employment of the company and download the results.


Mr. Atara Chandra




Mr. Monu

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8. After the time fixed for closing of the poll by the Chairman, All (2) ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
9. The locked ballot boxes were subsequently opened in our presence and in the presence of the chairman of the company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
10. We did not find any poll papers invalid.
11. The result of the E-voting and Poll is as under:

RESOLUTION(S):-

ITEM NO. - 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March 2018 and the Statement of Profit and Loss Account & Cash Flow Statements for the year ended on that date alongwith the Reports of Auditors and Directors thereon.

a) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	65	2,34,080	22.92
Poll	16	7,87,000	77.08
Total	81	10,21,080	100

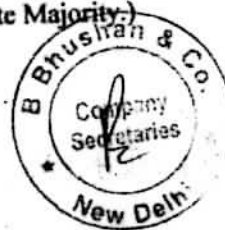
b) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

c) Invalid votes :

	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them	% of total number of votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

*(Based on the aforesaid result, resolution as contained in Item no.1 in the Notice dated 11th August, 2018 has been passed with the Requisite Majority.)



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ITEM NO. - 2: To re-appoint Mrs. Richa Agarwal (DIN: 07223813) as Director who retires by rotation at this Annual General Meeting and being eligible offers herself for re-appointment.

a) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	65	2,34,080	22.92
Poll	16	7,87,000	77.08
Total	81	10,21,080	100

b) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

c) Invalid votes :

	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them	% of total number of votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

*(Based on the aforesaid result, resolution as contained in Item no.2 in the Notice dated 11th August, 2018 has been passed with the Requisite Majority.)

ITEM NO. - 3 To re-appoint M/s K. BHANSALI & CO., Chartered Accountants, FRN 322434E as Statutory Auditors of the Company and fix their remuneration

a) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	65	2,34,080	22.92
Poll	16	7,87,000	77.08
Total	81	10,21,080	100

b) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0



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c) Invalid votes :

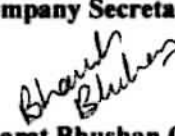
	Number of members (in person or by proxy) whose votes were declared invalid	Number of votes cast by them	% of total number of votes cast
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0

*(Based on the aforesaid result, resolution as contained in Item no.3 in the Notice dated 11th August, 2018 has been passed with the Requisite Majority.)

12. A PDF file containing a list of equity shareholders who voted "For","Against" and those whose votes were declared invalid for each resolution is provided to the Company Secretary of the company for their record and references.
13. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For B.Bhushan & Co.
(Company Secretaries)


(Bharat Bhushan Garg)
COP:- 14469
M.No.:-31951



Place: New Delhi
Dated: 24-09-2018

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