

Scrutinizer's Report - Combined

To,
The Chairman
Prime Property Development Corporation Limited

23rd Annual General Meeting of the members of **Prime Property Development Corporation Limited** (the Company) held on the 30th day of September, 2015 at 501, Soni House, Plot No. 34, Gulmohar Road, No. 1, JVPD Scheme, Vile Parle (W), Mumbai-400049.

Dear Sir,

1. I, Suhas Ganpule, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) the Board of Directors of Prime Property Development Corporation Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
 - (ii) the Chairman of the Annual General Meeting (AGM) on poll under provisions of Section 109 of the Companies Act, 2013, read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 23rd Annual General Meeting (AGM) of the Members of the Company, held on the 30th day of September, 2015 at 501, Soni House, Plot No. 34, Gulmohar Road, No. 1, JVPD Scheme, Vile Parle (W), Mumbai-400049.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 23rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the times of poll (through electronic means) at AGM.



3. I have issued separate Scrutinizer's Report dated 30th day of September, 2015 on the e-voting and on the poll on the resolutions contained in the notice to the AGM. As requested by management submit herewith my combined report on the results of e-voting together with that of Poll as under:-

Item no. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.
Item No. 1 To consider Adoption of Annual Accounts for the year ended March 31, 2015. (As an Ordinary Resolution)	13550746	99.99	250	0.01	18410
Item No. 2 To declare dividend on equity shares of the Company (As an Ordinary Resolution)	13550746	99.99	250	0.01	18410
Item No. 3 To appoint a Director in place of Shri Vishal P. Soni (DIN: 00006497), who retires by rotation, and being eligible	1220349	85.84	201300	14.16	12147757



SG & ASSOCIATES

COMPANY SECRETARIES

Mob. : 9820057999 / 9819757999

E-mail : suhas62@yahoo.com

E-mail : sg.sgfirm@gmail.com

Room No. 8, 2nd Floor, New Vora House, Gram Panchayat Road,
Above Kajol Jewellers, Goregaon (West), Mumbai - 400 062.

offers himself for re- appointment (As an Ordinary Resolution)					
Item No. 4 Appointment of M/s. Vora & Associates as Statutory Auditors & fixing their remuneration thereof (As an Ordinary Resolution)	13550746	99.99	250	0.01	18410
Item No. 5 To Appoint Ms. Hiral R Vora (DIN: 07134962) as an Independent Director (As an Ordinary Resolution)	13549696	99.98	1300	0.02	18410
Item No. 6 To Appoint Shri Ishwarchand G. Shah (DIN: 02512385) as an Independent Director (As an Special Resolution)	13549696	99.98	1300	0.02	18410
Item No. 7 To Appoint Shri Yadavrao C. Pawar (DIN: 00068736) as an Independent	13550046	99.99	950	0.01	18410



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Director (As an Special Resolution)					
Item No. 8 To amend Articles of Association of the Company so as to bring it in conformity with the Companies Act, 2013 (As an Special Resolution)	13550396	99.99	600	0.01	18410
Item No. 9 To pay commission to Shri P.L. Soni, Chairman (As an Special Resolution)	1420349	99.91	1300	0.09	12147757

Thanking you,
Yours faithfully,

SG & ASSOCIATES
COMPANY SECRETARIES

SUHAS S. GANPULE
PROPRIETOR
C.P. NO.5722

For SG and Associates,
Practicing Company Secretaries

Suhas Ganpule
Proprietor

Membership No.12122
COP No: 5722

Place: Mumbai
Date: 1st October, 2015