



FORM NO. MGT-13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
40th Annual General Meeting of the shareholders of
PRABHAT SECURITIES LIMITED
Regd. Office: 118/610 A Kaushal Puri,
Kanpur

SUBJECT: CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING CONDUCTED PRIOR TO THE 40TH ANNUAL GENERAL MEETING ('AGM') OF PRABHAT SECURITIES LIMITED HELD ON FRIDAY, 30TH SEPTEMBER, 2022 AT 01:30 P.M (IST) THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM') AND E-VOTING CONDUCTED DURING THE AGM.

Dear Sir,

I, **CS Vaibhav Agnihotri (Company Secretary in Practice and Proprietor) of M/s V. Agnihotri & Associates** was appointed as the Scrutinizer by the Board of Directors of **PRABHAT SECURITIES LIMITED** (the Company) for the purpose of scrutinizing e-voting process(remote e-voting) and e-voting at the Annual General Meeting Through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to MCA Circular Nos. 20/2020 dated 05th May, 2020 read with Circular Nos. 14/2020 and 17/2020 dated 08th April, 2020 and 13th April, 2020 and Circular Nos. 02/2021 dated 13th January, 2021, 8th December 2021, 14th December 2021 and 05th May 2022 and 13th May 2022 respectively(collectively referred to as "MCA CIRCULARS" and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, dated 12th May, 2020 and SEBI Circular dated 13th May, 2022.Pursuant to Section 108& 109 of the Companies Act, 2013 read with Rules 20& 21of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015)and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 40th Annual General Meeting of the Equity Shareholders of the Company held on Friday September 30th, 2022 at 01:30 P.M. submit my report as under:

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Tel: +91- 9839104031, 8299540104
Email: fcsvaibhav@gmail.com; rmsaconsultantsllp@gmail.com

➤ **Notice Convening the Meeting:**

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories, the Company completed dispatch of the Notice of the AGM as under:

➤ **By Electronic Means:**

On 07th September 2022 by e-mail to 21 Shareholders who had registered their email-ids with Depositories/the Company as per the Communication from RTA.

1. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

2. Cut-off Date

The Voting rights were reckoned as on Thursday, **September 23rd, 2022** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

3. Remote e-Voting

i. Agency:

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Agency for providing the remote e-Voting platform.

ii. Remote e-Voting:

The remote e-Voting platform was open from 09:00 a.m. on Tuesday, September 27th, 2022 up to 05:00 p.m. on Thursday, September 29th, 2022 and shareholders were required to cast their votes electronically conveying

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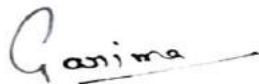

their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by CDSL.

4. Voting at the AGM (e-voting):

Members present in person / through authorised representatives-	10
Members who cast vote through E-Voting	13

5. Counting Process:

- i. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting and e-voting during AGM were unblocked at around 02.25 P.M. in presence of two witnesses who were not in the employment of the Company.

Name: Ms. Garima Awasthi

Name: Mr. Mudit Singh

- ii. Thereafter, the details of equity shareholders, who voted for or against were downloaded from the E-Voting website of Central Depository Services (India) Limited (CDSL).
- iii. Based on the E -voting results available to me, 13 members have casted their vote through remote E- voting holding 12,33,600 shares and no members have casted their votes during the meeting. The meeting concluded at around 01:42 P.M. after which consolidated results were prepared.
- iv. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote E- voting and E voting during the AGM on the resolutions contained in the Notice of Annual General Meeting. Some details in the report have been mentioned as per the communication received from the Company.

- v. My responsibility as scrutinizer for the remote E-voting and the voting conducted during AGM is restricted to submit Scrutinizer's report for the votes cast in favour or against the resolution
- vi. The consolidated result of remote E-voting and E-voting at the Annual General Meeting is as under:

VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of the AGM/EGM	30th September, 2022
Total number of shareholders on cut-off date	540
No. of Shareholders present in the meeting:	NA
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	10
Promoters and Promoter Group:	9
Public	1



Resolution No. 1

To consider and adopt the standalone financial statements of the Company for the financial year ended 31 March 2022, together with the Directors' and Auditors' Reports thereon.

Resolution required:			ORDINARY RESOLUTION					
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	595000	323500	54.369	323500	0	100	0
	Poll		NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM					
	Postal Ballot (not applicable)							
	Total	595000	323500	54.369	323500	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll							
	Postal Ballot (not applicable)							
	Total							
Public-Non Institutions	E-Voting	2305007	910100	39.483	910100	0	100	0
	Poll		NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM					
	Postal Ballot (not applicable)							
	Total	2305007	910100	39.483	910100	0	100	0
Total		2900007	1233600	42.537	1233600	0	100	0

Resolution No. 2

To appoint a director in place of Ramakant Kushwaha (DIN: 02237714), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

Resolution required:			ORDINARY RESOLUTION					
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	595000	323500	54.369	323500	0	100	0
	Poll		NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM					
	Postal Ballot (not applicable)							
	Total	595000	323500	54.369	323500	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM						
	Postal Ballot (not applicable)							
	Total							
Public-Non Institutions	E-Voting	2305007	910100	39.483	910100	0	100	0
	Poll		NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM					
	Postal Ballot (not applicable)							
	Total	2305007	910100	39.483	910100	0	100	0
Total		2900007	1233600	42.537	1233600	0	100	0



Resolution No. 3

To appoint M/s. Kamal Gupta Associates Chartered Accountants (Firm Regn. No.: 000752C) as the Auditors of the company to hold office from the conclusion of this meeting until the conclusion of 45th AGM of the members of the company.

Resolution required:			ORDINARY RESOLUTION					
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	595000	323500	54.369	323500	0	100	0
	Poll		NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM					
	Postal Ballot (not applicable)							
	Total	595000	323500	54.369	323500	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM						
	Postal Ballot (not applicable)							
	Total							
Public-Non Institutions	E-Voting	2305007	910100	39.483	910100	0	100	0
	Poll		NOT APPLICABLE AS MEETING IS THROUGH VC/OAVM					
	Postal Ballot (not applicable)							
	Total	2305007	910100	39.483	910100	0	100	0
Total		2900007	1233600	42.537	1233600	0	100	0

RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR ()	AGAINST ()
1.	To consider and adopt the standalone financial statements of the Company for the financial year ended 31 March 2022, together with the Directors' and Auditors' Reports thereon.	Ordinary Resolution	100	0
2.	To appoint a director in place of Ramakant Kushwaha (DIN: 02237714), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.	Ordinary Resolution	100	0
3.	To appoint M/s. Kamal Gupta Associates Chartered Accountants (Firm Reg. No.: 000752C) as the Auditors of the company to hold office from the conclusion of this meeting until the conclusion of 45th AGM of the members of the company.	Ordinary Resolution	100	0

The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of AGM. Thereafter, the same shall be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

**For M/s V. Agnihotri & Associates
Company Secretaries**

Vaibhav Agnihotri

Digitally signed by
Vaibhav Agnihotri
Date: 2022.10.01
14:09:10 +05'30'

Vaibhav Agnihotri
FCS: 10363/ C.P. No.: 21596
UDIN: F010363D001111903
Peer Review No. 2065/2022
Place: Kanpur
Date: 01.10.2022

COUNTER SIGNED BY

RAMA KANT
KUSHWAHA

Digitally signed
by RAMA KANT
KUSHWAHA
Date: 2022.10.01
15:07:18 +05'30'

**Ramakant Kushwaha
(MANAGING DIRECTOR)**

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