



PRISM CEMENT LIMITED

"Rahejas", Main Avenue, V.P. Road,
Santacruz (W), Mumbai - 400 054.
Tel.: +91-22-6675 4142 / 43 Fax : 2600 1304
website : www.prismcement.com



Ref. : ASK/UD/848/2017-18

February 15, 2018

The National Stock Exchange (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 : PRISMCEM	Code : 500338

Sub. : Disclosure of Voting Results of Postal Ballot (including voting by electronic means) as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

The details of the voting results of the Postal Ballot (including voting by electronic means) in respect of Special Resolution contained in the Postal Ballot Notice dated January 8, 2018 for change in name of the Company from "Prism Cement Limited" to "Prism Johnson Limited" are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutiniser's Report on the combined voting results.

The Resolution has been passed by the shareholders of the Company with requisite majority and is effective from February 14, 2018, being the last date of voting.

Kindly take the same on record.

Thanking you,

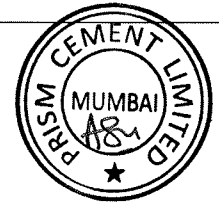
Yours faithfully,

for **PRISM CEMENT LIMITED**

ANEETA S. KULKARNI
COMPANY SECRETARY

Encl. : As above

Date of the AGM/EGM	:	Not Applicable (Resolution passed through Postal Ballot on February 14, 2018)
Total number of shareholders as on record date	:	
- Cut-off date for ascertaining voting rights of shareholders i.e. January 12, 2018	:	74,323
Number of shareholders present in the Meeting either in person or through proxy	:	
- Promoters and Promoters Group	:	Not Applicable
- Public	:	(Resolution passed through Postal Ballot)
Number of shareholders attended the Meeting through Video Conferencing	:	
- Promoters and Promoters Group	:	Not Applicable
- Public	:	(Resolution passed through Postal Ballot)



Continuation Sheet



The voting on the Resolution was conducted by way of Postal Ballot and Remote E-voing from Tuesday, January 16, 2018 at 9:00 a.m. (IST) to Wednesday, February 14, 2018, 5.00 p.m. (IST).

Given below are the combined results of the Postal Ballot and Remote E-voting :

Resolution :

Change in name of the Company from “Prism Cement Limited” to “Prism Johnson Limited”.

Resolution required : Ordinary/Special						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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	376881169	376830669	99.9866	376830669	0	100.0000	0.0000
	Postal Ballot		0	0.0000	00		0.0000	0.0000
	Total		376830669	99.9866	376830669	0	100.0000	0.0000
Public - Institutions	E-voting	73238233	56371365	76.9699	56371365	0	100.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	Total		56371365	76.9699	56371365	0	100.0000	0.0000
Public –Non Institutions	E-voting	53237178	23611	0.0444	23324	287	98.7845	1.2155
	Postal Ballot		11515	0.0216	11514	1	99.9913	0.0087
	Total		35126	0.0660	34838	288	99.1801	0.8199
Total		503356580	433237160	86.0696	433236872	288	99.9999	0.0001

There were no invalid votes.



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

Scrutiniser's Report – Consolidated

To,
The Chairman
Prism Cement Limited
"Rahejas", Main Avenue,
V. P. Road, Santacruz (west),
Mumbai - 400 054.

Sub. : Consolidated Report of Scrutiniser on the results of voting conducted through Postal Ballot and voting through Electronic Means.

Dear Sir,

1. I, Savita Jyoti, M/s. Savita Jyoti Associates, Practicing Company Secretary, was appointed as a Scrutiniser by the Board of Directors of Prism Cement Limited ("the Company"), pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read together with the Companies (Management and Administration) Rules, 2014 to scrutinise votes cast electronically ("Remote E-voting") as well as through Postal Ballot on the item of business set out in the Notice of Postal Ballot issued by the Company on Monday, January 8, 2018.
2. The Company had completed the despatch of Postal Ballot Forms along with postage prepaid Business Reply Envelope on Tuesday, January 16, 2018 to its members whose name(s) appeared on the Register of members/list of beneficiaries as on cut-off date Friday, January 12, 2018 including by e-mail to all those members who had registered their e-mail ids with the Company/Depositories.
3. In terms of Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, the Company had duly released an advertisement intimating the voting through Postal Ballot and E-voting and despatch of Notice in English Newspaper "Financial Express" and in Telugu "Nava Telangana" both dated January 17, 2018 and having circulation in Hyderabad.
4. In compliance of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Sections 108 and 110 of the Companies Act 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-voting facility to cast vote on the resolution through the electronic voting platform of Karvy Computershare Private Limited ("Karvy").

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5. The Remote E-voting period remained open from Tuesday, January 16, 2018 at 9:00 a.m. (IST) and ended at 5:00 p.m. (IST) on Wednesday, February 14, 2018. During the period, shareholders of the Company holding share in physical and/or in dematerialised form, as on cut-off date i.e. Friday, January 12, 2018 were entitled to vote on the resolution set out in the Notice of Postal Ballot.
6. The e-voting module of Karvy was disabled on Wednesday, February 14, 2018 at 5.00 p.m. (IST) and unblocked thereafter by me.
7. The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot Forms.
8. The Postal Ballot Forms received upto 5.00 p.a. (IST) on Wednesday, February 14, 2018 were considered valid for scrutiny. The Postal Ballot Forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
9. The summary of votes cast by Remote E-voting and by Postal Ballot Forms is given below :

Special Resolution:

Change in name of the Company from "Prism Cement Limited" to "Prism Johnson Limited"

Particulars	Postal Ballot		Remote E-voting		Total		% of total votes	Result
	No. of Ballots	No. of votes	No. of Ballots	No. of votes	No. of Ballots	No. of votes		
Votes in favour of the resolution	37	11514	102	433225358	139	433236872	86.067	Passed with requisite majority
Votes against the resolution	1	1	4	287	5	288	0.002	
Total	38	11515	106	433225645	144	433237160	86.069	

Abstained votes:

No. of Ballots	No. of votes (by Remote E-voting)
0	0

Invalid votes:

No. of Ballots	No. of votes (by Remote E-voting)
0	0

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Consolidated Result of the Voting:

Resolution required : Ordinary/Special						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on out-standing share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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	376881169	376830669	99.9866	376830669	0	100.0000	0.0000
	Postal Ballot		0	0.0000	00		0.0000	0.0000
	Total		376830669	99.9866	376830669	0	100.0000	0.0000
Public Institutions	E-voting	73238233	56371365	76.9699	56371365	0	100.0000	0.0000
	Postal Ballot		0	0.000	00	0	0.000	0.00
	Total		56371365	76.9699	56371365	0	100.0000	0.0000
Public Non-Institutions	E-voting	53237178	23611	0.0444	23324	287	98.7845	1.2155
	Postal Ballot		11515	0.0216	11514	1	99.9913	0.0087
	Total		35126	0.0660	34838	288	99.1801	0.8199
Total		503356580	433237160	86.0696	433236872	288	99.9999	0.0001

10. Register of Postal Ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the Postal Ballots Forms will remain in my custody until the Chairman/Managing Director/Company Secretary considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/Managing Director/Company Secretary.

Thanking you,
Yours faithfully,

Savita Jyoti

CS SAVITA JYOTI (Scrutiniser)
SAVITA JYOTI ASSOCIATES
Practicing Company Secretary
Membership No.3738; CP No. 1796

Place: Hyderabad
Date: February 15, 2018

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

Countersigned by:
For Prism Cement Limited

Aneeta S. Kulkarni

Aneeta S. Kulkarni
Company Secretary

Place: Mumbai
Date: February 15, 2018



PRISM CEMENT LIMITED

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February 15, 2018

The National Stock Exchange (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 : PRISMCEM	Code : 500338

Sub. : Information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Proceedings of Postal Ballot

Dear Sir,

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, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Postal Ballot was conducted by the Company. Ms. Savita Jyoti, Savita Jyoti Associates, Company Secretary in Practice was appointed as the Scrutiniser.

The Remote E-voting period remained open from Tuesday, January 16, 2018 at 9:00 a.m. (IST) and ended at 5:00 p.m. (IST) on Wednesday, February 14, 2018. During the period, shareholders of the Company holding share in physical and/or in dematerialised form, as on cut-off date i.e. Friday, January 12, 2018 were entitled to vote on the resolution set out in the Notice of Postal Ballot.

The last date for receipt of the Postal Ballot Form from shareholders of the Company was February 14, 2018.

The Scrutiniser has submitted her report on the Postal Ballot (through e-voting and Postal Ballot Form) on February 15, 2018 and as per her report, the resolution proposed therein has been passed with the requisite majority.

The Special Resolution passed by the shareholders for change in name of the Company from "**Prism Cement Limited**" to "**Prism Johnson Limited**" is attached herewith.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

for **PRISM CEMENT LIMITED**

ANEETA S. KULKARNI
COMPANY SECRETARY

**CERTIFIED TRUE COPY OF RESOLUTION PASSED THROUGH POSTAL
BALLOT BY THE SHAREHOLDERS OF PRISM CEMENT LIMITED ON
FEBRUARY 14, 2018**

“RESOLVED THAT pursuant to provisions of Sections 4, 13, 14 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 45 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum of Association and Articles of Association of the Company and subject to the approval, consent, sanction and permission of the Central Government/Stock Exchanges/appropriate Regulatory and Statutory Authorities as may be necessary, consent of the members be and is hereby accorded for change of the name of the Company from “PRISM CEMENT LIMITED” to “PRISM JOHNSON LIMITED”.

“RESOLVED FURTHER THAT on receipt of fresh certificate of incorporation upon change of name, the name “Prism Cement Limited” wherever it appears in the Memorandum of Association and Articles of Association and other documents and papers of the Company, be substituted with “Prism Johnson Limited”.

“RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company, be and are hereby severally authorised to make, sign and execute and file necessary applications, forms, papers, documents and information as may be considered necessary or expedient including appointing attorney/s or authorised representatives under appropriate Letter/s of Authority/ies, to appear before the office of the Ministry of Corporate Affairs/Registrar of Companies, Stock Exchanges where securities of the Company are listed and other Regulatory or Statutory Authority/ies, as may be required from time to time and to do all such acts, deeds and things including settling and finalising all issues that may arise in this regard in order to give effect to the abovementioned resolution and to delegate all or any of the powers conferred herein as they may, in their absolute discretion, deem fit.”

for **PRISM CEMENT LIMITED**



ANEETA S. KULKARNI
COMPANY SECRETARY
(Membership No. ACS 7471)

February 15, 2018