

# **Proaim Enterprises Limited**

(Formerly Shree Nath Commercial & Finance Limited)

CIN : L51900MH1984PLC034867

E-mail : shreenathcommercialfin@gmail.com

Regd. Off.: E-109, Crystal Plaza,  
New Link Road, Opp. Infinity Mall,  
Andheri (W), Mumbai - 400 053  
Tel.: (022) 6152 2225, 6152 2235  
Fax : (022)6152 2234  
Web-site : www.shreenathcommercial.com

Date: 27/12/2016

To,  
The Bombay Stock Exchange Ltd  
Corporate Relationship Dept,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai – 400 001

**BSE Scrip Code: 501215**

**Sub: Scrutinizer Report and Result of Postal Ballot**

Dear Sir,

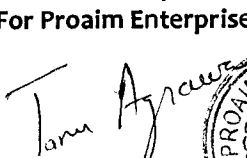
This is to inform that the meeting of the Board of Director's of the Company was held on 27<sup>th</sup> December, 2016, at 2:00 p.m. at E/109, Crystal Plaza, New Link Road, Opp. Infinity Mall, Andheri (West), Mumbai – 400053. The Chairman announced and informed, that based on report submitted by the Scrutinizer, the members have passed the following resolutions by majority through Postal Ballot.

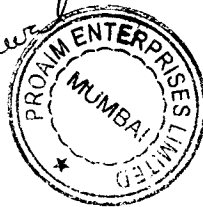
1. To make investments, give loans, guarantees and provide securities beyond the prescribed limits u/s 186 of the Companies Act, 2013
2. To Change the Statutory Auditor of the Company from Mr. Pravin Chandak & Associates to Mr. R. Soni & Co
3. Creation of Security under Section 180(1)(a) of the Companies Act, 2013 in connection with the borrowings of the Company up to Rs. 100 Crores.

Please find enclosed Scrutinizers Report on Postal Ballot and Result of Postal Ballot in prescribed form pursuant to Regulation 44 (3) of Listing Regulations.

Kindly acknowledge the Receipt.  
Thanking You.

Yours Faithfully,  
For Proaim Enterprises Ltd

  
Tanu Agarwal  
(Director)



CC To,  
The Manager  
National Securities Depository Limited  
Trade World, Senapati Bapat Marg,  
Kamala Mills compound, Lower Parel,  
Mumbai – 400 013.

Encl:

1. Scrutinizer Report
2. Result of Postal Ballot

Dated: 27<sup>th</sup> December, 2016

To  
The Director(s),  
M/s. Proalm Enterprises Limited  
E-109, Crystal Plaza, New Link Road,  
Opp. Infiniti Mall, Andheri (West),  
Mumbai- 400053

**SCRUTINIZER REPORT**

Dear Sir,

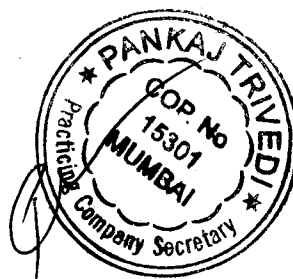
I, Pankaj Trivedi Practicing Company Secretary (Membership No. 15301), Proprietor of M/s. Pankaj Trivedi & Co., Mumbai was appointed as scrutinizer in their Board meeting held on 14<sup>th</sup> November, 2016 in connection with Postal Ballot for the purpose of scrutinizing the remote e-voting and voting through physical Postal Ballot process in fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through physical Ballot process carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

1. Special Resolution to make investments, give loans, guarantees and provide securities beyond the prescribed limits u/s 186 of the Companies Act, 2013
2. Ordinary Resolution to Change the Statutory Auditor of the Company.
3. Special Resolution for Creation of Security under Section 180(1) (a) of the Companies Act, 2013 in connection with the borrowings of the Company up to Rs. 100 Crores.


The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical Ballot Paper process on the resolutions contained in the notice dated 14<sup>th</sup> November, 2016. My responsibility as Scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions, based on the report generated from E-Voting system of National Securities Depository Limited and of voting through Physical Ballots.


I, have scrutinized the poll papers received and e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management & Administration) Rules, 2014.

I now submit my report as under on the result of the voting by Postal Ballot in physical and electronic mode in respect of the said resolutions.

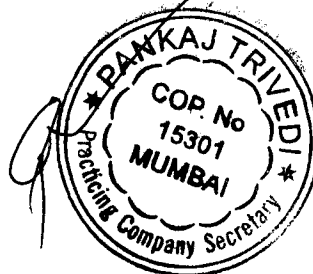


1. In terms of Section 108 of the Companies Act, 2013 read with Companies (management & Administration) Rules, 2014 and SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, the Company has made arrangement with National Securities Depository India Limited, for providing facility of voting through electronic means (E- Voting) to its members. The members of the Company had option to cast their vote either through E- Voting or by physical Postal Ballot Form.
2. The public shareholders of the company whose names are recorded in the register of members or in the register of beneficial owners maintained by the Depositories as on 18<sup>th</sup> November, 2016 were entitled to vote on the resolutions set out in the Postal ballot notice.
3. The Postal Ballot Notice along with Postal Ballot form have been mailed electronically to those members who have registered their email addresses with the company or their Depository Participant and in other cases the Company has dispatched Postal Ballot notice along with Postal ballot form and postage prepaid self addressed business reply envelope on or before Sunday, 25<sup>th</sup> December, 2016 by courier.
4. The Company has published on Friday, 25<sup>th</sup> November, 2016, an advertisement about the dispatch of Postal Ballot Notice in one English Daily and in one Regional Daily.
5. The votes exercised through E- Voting at NSDL from 09:00 A.M. on 26<sup>th</sup> November, 2016 till 5:00 P.M on 25<sup>th</sup> December, 2016 and all physical ballot forms received till 05:00 P.M. on 25<sup>th</sup> December, 2016, being the last day for receipt of postal ballot forms and E- Voting were considered for my scrutiny.
6. The votes cast through E- Voting were unblocked on 26<sup>th</sup> December, 2016 at 11:35 a.m. in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
\_\_\_\_\_  
Witness 1

  
\_\_\_\_\_  
Witness 2

7. The physical Ballot papers received (No Postal Ballot forms were received) and votes cast through E- Voting were matched with the Register of Members/list of beneficial owners of the Company as on 18<sup>th</sup> November, 2016.
8. The votes cast through physical ballot forms (No Postal Ballot forms were received ) and E- Voting was scrutinized by me for verification of votes cast in favor against the resolution.
9. The particulars of voting and other requisite details have been entered in a separate register maintained for the purpose.
10. Details of voting (through Physical Ballot Forms and E- Voting) as per Regulation 44(3) of the Listing Regulations are as under:



## SUMMARY OF VOTING RESULTS THROUGH E-VOTING:

**Resolution No. 1: To make investments, give loans, guarantees and provide securities beyond the prescribed limits u/s 186 of the Companies Act, 2013 – (Special Resolution)**

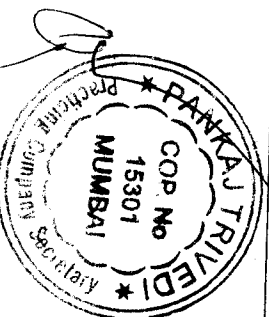
Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
7	8,06,555	8,02,504	99.50%	4,051	0.50%	0	0.00%

**Resolution No. 2: To Change Statutory Auditor of the Company – (Ordinary Resolution)**

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
7	8,06,555	8,06,554	100%	1	0.00%	0	0.00%

**Resolution No. 3: Creation of Security under Section 180(1) (a) of the Companies Act, 2013 in connection with the borrowings of the Company up to Rs. 100 Crores - (Special Resolution)**

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
7	8,06,555	8,02,504	99.50%	4,051	0.50%	0	0.00%



**SUMMARY OF VOTING RESULTS OF POSTAL BALLOT FORMS:**

**Resolution No. 1: To make investments, give loans, guarantees and provide securities beyond the prescribed limits u/s 186 of the Companies Act, 2013 – (Special Resolution)**

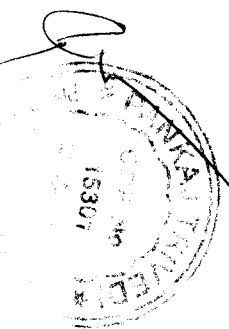
Number of members voted through Postal Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
0	0	0	0.00%	0	0.00%	0	0.00%

**Resolution No. 2: To Change Statutory Auditor of the Company – (Ordinary Resolution)**

Number of members voted through Postal Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
0	0	0	0.00%	0	0.00%	0	0.00%

**Resolution No. 3: Creation of Security under Section 180(1) (a) of the Companies Act, 2013 in connection with the borrowings of the Company up to Rs. 100 Crores - (Special Resolution)**

Number of members voted through Postal Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
0	0	0	0.00%	0	0.00%	0	0.00%

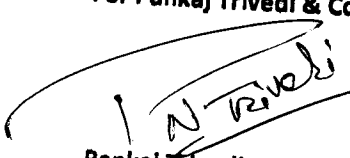


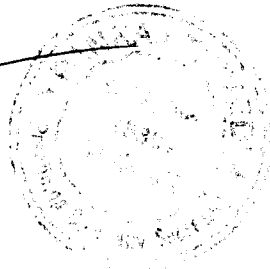
13. I hereby declare that the all resolutions set out in the Postal Ballot notice dated 14.11.2016 has been passed with requisite majority.

14. The Poll papers, record of votes cast through remote E- Voting and all other relevant records will be sealed and handed over to the Director/ Company Secretary for safe keeping.

You may kindly declare the result of voting by Postal Ballot in respect of the resolutions mentioned in the Postal Ballot Notice.

For Pankaj Trivedi & Co

  
Pankaj Trivedi  
(Company Secretary)  
Membership No: 30512

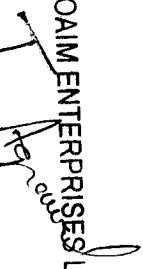


Date: 27/12/2016  
Place: Mumbai

### General information about company

Scrip code	501215
Name of the company	Proaim Enterprises Limited
Type of meeting	Postal Ballot
Date of the meeting	27-12-2016
Start time of the meeting	2:00 PM
End time of the meeting	3:00 PM

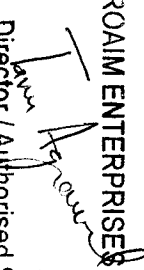
FOR PROAIM ENTERPRISES LIMITED

  
Director / Authorised Signatory

### Voting results

Record date	18-11-2016
Total number of shareholders on record date	1193
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

FOR PROAIM ENTERPRISES LIMITED

  
 Director / Authorised Signatory



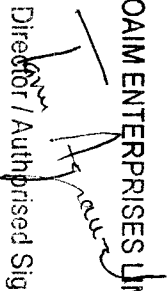
### Resolution(1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To make investments, give loans, guarantees and provide securities beyond the prescribed limits u/s 186 of the Companies Act, 2013						
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
Promoter and Promoter Group	E-Voting	8000	8000	100	8000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		8000	8000	100	8000	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	12644490	798555	6.3154	794504	4051	99.4927	0.5073
	Poll							
	Postal Ballot (if applicable)							
	Total							

FOR PROAIM ENTERPRISES LIMITED

Director / Authorized Signatory

	Total	12644490	798555	6.3154	794504	4051	99.4927	0.5073
	Total	12652490	806555	6.3747	802504	4051	99.4977	0.5023
Whether resolution is Pass or Not.								
Disclosure of notes on resolution								
							Yes	

FOR PROAIM ENTERPRISES LIMITED  
  
 Director / Authorised Signatory

<b>Resolution(1)</b>		
Category	Mode of voting	Invalid Votes
Promoter and Promoter Group	E-Voting	0
	Poll	
	Postal Ballot (if applicable)	
	Total	0
	E-Voting	
Public- Institutions	Poll	
	Postal Ballot (if applicable)	
	Total	
	E-Voting	0
Public- Non Institutions	Poll	
	Postal Ballot (if applicable)	
	Total	0
	Total	0

FOR PROAIM ENTERPRISES LIMITED

*Lawrence*  
 Director / Authorised Signatory

### Resolution(2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To Change the Statutory Auditor 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
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	8000	8000	100	8000	0	100	0
	Postal Ballot (if applicable)	8000						
	Total	8000	8000	100	8000	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		798555	6.3154	798554	1	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)	12644490						
	Total	12644490	798555	6.3154	798554	1	99.9999	0.0001

For PROAIM ENTERPRISES LIMITED

Director/ Authorised Signatory

Total	12652490	806555	6.3747	806554	1	99.9999	0.0001	
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								

For PROAIM ENTERPRISES LIMITED

*[Signature]*  
 Director / Authorised Signatory

**Resolution(2)**

Category	Mode of voting	Invalid Votes	
Promoter and Promoter Group	E-Voting	(6)	
	Poll	0	
	Postal Ballot (if applicable)		
	Total	0	
	E-Voting		
Public- Institutions	Poll		
	Postal Ballot (if applicable)		
	Total		
	E-Voting	0	
	Poll		
Public- Non Institutions	Postal Ballot (if applicable)		
	Total	0	
	<b>Total</b>		<b>0</b>

For PROAIM ENTERPRISES LIMITED

Director / Authorised Signatory



### Resolution(3)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		For Creation of Security under Section 180(1) (a) of the Companies Act, 2013 in connection with the borrowings of the Company up to Rs. 100 Crores.						
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
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	8000	8000	100	8000	0	100	0
	Postal Ballot (if applicable)	8000						
	Total	8000	8000	100	8000	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		798555	6.3154	794504	4051	99.4927	0.5073
	Poll							
	Postal Ballot (if applicable)	12644490						
	Total							

FOR PROAIM ENTERPRISES LIMITED

Director / Authorized Signatory

	Total	12644490	798555	6.3154	794504	4051	99.4927	0.5073
	Total	12652490	806555	6.3747	802504	4051	99.4977	0.5023
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

For PROAIM ENTERPRISES LIMITED

*[Signature]*  
 Director / Authorised Signatory



**Resolution(3)**

Category	Mode of voting	Invalid Votes
Promoter and Promoter Group	E-Voting	(6)
	Poll	0
	Postal Ballot (if applicable)	
	Total	0
	E-Voting	
	Poll	
Public- Institutions	Postal Ballot (if applicable)	
	Total	
	E-Voting	0
	Poll	
Public- Non Institutions	Postal Ballot (if applicable)	
	Total	0
	E-Voting	
	Poll	
Total		0

FOR PROAIM ENTERPRISES LIMITED

Director / Authorised Signatory

FOR PROAIM ENTERPRISES LIMITED

  
Director / Authorised Signatory