



Picturehouse Media Limited

September 29, 2016

To
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001

Dear Sir/Madam,

Sub: Voting Results – 17th Annual General Meeting held on September 27, 2016
Ref: Outcome of 17th AGM vide letter dated 27.09.2016
Scrip Code: BSE – 532355

With reference to the subject cited and in furtherance to the Outcome of the Annual General Meeting intimated vide letter dated 27.09.2016, it is hereby informed that the Members of the Company at the 17th Annual General Meeting held on September 27, 2016 have accorded their approval to all the items as specified in the Notice convening the AGM. Further, the results in format prescribed under the Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements), 2015 and the Consolidated Voting Results as submitted by Scrutinisers i.e., M/s. D Hanumanta Raju & Co., Company Secretaries, pursuant to the provision of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 for each of the resolutions proposed for approval of the shareholders is enclosed herewith for your kind information and records.

Kindly take the above information on records.

Thanking you.
Yours sincerely,
for PICTUREHOUSE MEDIA LIMITED

Mona Rajora
Company Secretary

Enclosed: a/a

Picturehouse Media Limited.

Corp. Office: Plot No. 83 & 84 4th Floor Punnaiah Plaza Road No. 2
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Regd. Office: KRM Centre 9th Floor No. 2 Harrington Road Chetpet
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CIN: L92191TN2000PLC044077

Details of Voting Results pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015

Date of the AGM/EGM	27-09-2016
Total number of shareholders on record date	5157
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	500
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Item No. 1: To Consider and adopt audited Financial Statements, Reports of the Board of Directors' and Auditors' thereon for the financial year ended March 31, 2016.

Resolution Required:(Ordinary/Special)			Ordinary Resolution							
Whether promoter/ promoter groups are interested in the	MODE OF VOTING		NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
CATEGORY			(1)	(2)	(3)=(2/1*100	(4)	(5)	(6)=(4/2*100	(7)=(5/2*100	
PROMOTER AND PROMOTER GROUP	E-VOTING			0	0	0	0	0	0	
	POLL		38646654	11757249	0	11757249	0	100	0	
	POSTAL BALLOT (if applicable)			0	0	0	0	0	0	
	SUB TOTAL		38646654	11757249	30.42	11757249	0	100	0	
PUBLIC-INSTITUTIONS	E-VOTING			0	0	0	0	0	0	
	POLL		2550028	0	0	0	0	0	0	
	POSTAL BALLOT (if applicable)			0	0	0	0	0	0	
	SUB TOTAL		2550028	0	0	0	0	0	0	
PUBLIC-NON INSTITUTIONS	E-VOTING			29	0	28	1	96.55	3.45	
	POLL		11053318	51367	0	51367	0	100	0	
	POSTAL BALLOT (if applicable)			0	0	0	0	0	0	
	SUB TOTAL		11053318	51396	0.46	51395	1	100	0	
TOTAL			5250000	11808645	22.6	11808644	1	100	0	

FOR PICTUREHOUSE MEDIA LIMITED

[Signature]
Company Secretary

Item No. 2: To appoint a Director in place of Mrs. Sai Padma Potluri (DIN: 01683528) who retires by rotation and being eligible offers herself for re-appointment.

Resolution Required:(Ordinary/Special)		Ordinary Resolution							
Whether promoter/ promoter groups are interested in the									
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100	
PROMOTER AND PROMOTER GROUP	E-VOTING		0	0	0	0	0	0	
	POLL	3864654	11757249	0	11757249	0	0	100	
	POSTAL BALLOT (if applicable)		0	0	0	0	0	0	
	SUB TOTAL	3864654	11757249	30.42	11757249	0	100	0	
PUBLIC-INSTITUTIONS	E-VOTING		0	0	0	0	0	0	
	POLL	2550028	0	0	0	0	0	0	
	POSTAL BALLOT (if applicable)		0	0	0	0	0	0	
	SUB TOTAL	2550028	0	0	0	0	0	0	
PUBLIC-NON INSTITUTIONS	E-VOTING		29	0	28	1	96.55	3.45	
	POLL	11053318	51367	0	51367	0	0	100	
	POSTAL BALLOT (if applicable)		0	0	0	0	0	0	
	SUB TOTAL	11053318	51396	0.46	51395	1	100	0	
TOTAL		52250000	11808645	22.6	11808644	1	100	0	

Item No. 3: To appoint M/s. Brahmayya & Co., as Statutory Auditors of the Company from the conclusion of this 17th Annual General Meeting till the conclusion of 22nd Annual General Meeting.

Resolution Required:(Ordinary/Special)		Ordinary Resolution							
Whether promoter/ promoter groups are interested in the	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED	
PARTICULARS									
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100	
PROMOTER AND PROMOTER GROUP	E-VOTING		0	0	0	0	0	0	
	POLL	38646654	11757249	0	11757249	0	100	0	
	POSTAL BALLOT (if applicable)		0	0	0	0	0	0	
	SUB TOTAL	38646654	11757249	30.42	11757249	0	100	0	
PUBLIC-INSTITUTIONS	E-VOTING		0	0	0	0	0	0	
	POLL	2550028	0	0	0	0	0	0	
	POSTAL BALLOT (if applicable)		0	0	0	0	0	0	
	SUB TOTAL	2550028	0	0	0	0	0	0	
PUBLIC-NON INSTITUTIONS	E-VOTING		29	0	28	1	96.55	3.45	
	POLL	11053318	51367	0	51367	0	100	0	
	POSTAL BALLOT (if applicable)		0	0	0	0	0	0	
	SUB TOTAL	11053318	51396	0.46	51395	1	100	0	
TOTAL		52250000	11808645	22.6	11808644	1	100	0	

For Picturehouse Media Limited

Date: 29.09.2016

Mona Rajora
Company Secretary



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B-13, F-1, P.S. Nagar,
Vijayanagar Colony, Hyderabad - 500 057.
Phone : (0) 91-40-23340985, 23347946, 23341213
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website : www.dhanumantarajuandco.com



CS MOHIT KUMAR GOYAL

B.Com. (Hons), ACS

PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of 17th Annual General Meeting of the Equity Shareholders of Picturehouse Media Limited (the Company) held on Tuesday, 27th day of September, 2016 at 11.30 A.M. at Hotel Green Park, Vauhini Hall No. 183, NSK Salai, Arcot Road, Vadapalani, Chennai, Tamil Nadu - 600 026.

Dear Sir,

We, D. Hanumanta Raju & Co., Practising Company Secretaries, having our office at B-13, F-1 P. S. Nagar, Vijayanagar Colony, Hyderabad - 500 057, have been appointed as Scrutinizers of Picturehouse Media Limited ("the Company") having its Registered Office at KRM Centre, 9th Floor, Door No. 2, Harrington Road, Chetpet, Chennai, Tamil Nadu - 600 031 for the purpose of scrutinizing the e-voting process and physical ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the (Management and Administration) Rules, 2014 as amended from time to time on below mentioned resolution(s), at the 17th Annual General Meeting (AGM) of the Equity shareholders of Picturehouse Media Limited held on Tuesday the 27th day of September, 2016 at Hotel Green Park, Vauhini Hall No. 183, NSK Salai, Arcot Road, Vadapalani, Chennai - 600 026, Tamil Nadu at 11.30 A.M. and submit our report as under:

1. The e-voting period remained open from Saturday, 24th September, 2016 (9.00 A.M. IST) to Monday, 26th September, 2016 (5.00 P.M. IST)
2. The shareholders holding shares as on the "cut off" date i.e. 21st September, 2016 were entitled to vote through e-voting and those who were present on the date of AGM, and not opted to vote through e-voting were entitled to vote through physical ballot process on the resolution(s) 1 to 3 as set out in the Notice of 17th AGM of Picturehouse Media Limited.
3. The remote e-voting was closed, 26th September, 2016 at 5.00 P.M. The votes cast were unblocked on 27th September, 2016 at 12:34 PM in the presence of two witnesses, Mr.N Kesava Datta and Mr. A.V Arun who are not in the employment of the company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted "for" and "against" were downloaded from the e-voting website of Karvy Computershare Private Limited.



4. Further, on the date of Annual General Meeting, **40** members have voted through physical ballot process.

5. The result of e-voting and physical ballot is as under:

1. Ordinary Resolution to receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon.

i. Voted in favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
41	11808644	100

ii. Voted against the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
1	1	0

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
0	0

2. Ordinary Resolution to appoint a Director in place of Mrs. Sai Padma Potluri (DIN:01683528) who retires by rotation and being eligible offers herself for re-appointment.

i. Voted in favour of the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
41	11808644	100



ii. Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
1	1	0

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
0	0

3. Ordinary Resolution to appoint M/s. Brahmayya & Co, Chartered Accountants, Chennai (FRN: 000511S) as statutory auditors of the Company from the conclusion of 17th AGM until the conclusion of the 22nd AGM, subject to ratification by members at every AGM, at a remuneration as may be decided by the Board of Directors.

i. Voted in favor of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
41	11808644	100

ii. Voted against the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
1	1	0

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
0	0

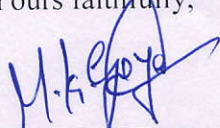


**D. Hanumanta Raju & Co,
Company Secretaries**

Picturehouse Media Limited

6. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to Ms. Mona Rajora, Company Secretary, for safe keeping.

Thanking You,
Yours faithfully,



CS MOHIT KUMAR GOYAL
ACS: 32655, C.P. No: 12751
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES



Place: Hyderabad
Date: 28.09.2016