



Picturehouse Media Limited

October 01, 2022

To

The BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street Fort, Mumbai – 400001

Scrip Code: BSE – 532355

Dear Sir/Madam,

Sub: Disclosure of Voting Results under regulation 44(3) of SEBI (LODR) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find attached Voting Results (Annexure – A) and the Scrutinizer's Report dated October 01, 2022 (Annexure B) on the business transacted at the Annual General Meeting ("AGM") of the Company held on September 30, 2022 at 11.30 A.M and concluded by 11.55 A.M (Including 15 minutes of venue voting) through Video Conference (VC/Other Audio – Visual means ("OAVM"))

We wish to inform you that all the resolution from one (1) to seven (7) (refer in Scrutinizer's Report for details) as set out in AGM Notice were duly passed by the members of the Company with requisite majority.

The Copy of the voting results along with the scrutiniser's report is exhibited on the Company's website www.pvpcinema.com.

Thanking You,

Yours faithfully,

For Picturehouse Media Limited

Derrin Ann George

Company Secretary & Compliance Officer

Encl : As above



Picturehouse Media Limited.

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CIN: L92191TN2000PLC044077

NAME OF THE COMPANY: PICTUREHOUSE MEDIA LIMITED

Date of the AGM/EGM	30-09-2022
Total number of shareholders on record date	5109
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	39

1.ORDINARY BUSINESS:

To receive, consider and adopt a. The Audited financial statements of the Company for the financial year ended March 31, 2022 with the reports of the Board of Directors' and Auditor's thereon. b. The Audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and Auditor's Report thereon.

Resolution Required:(Ordinary/Special)			Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?									
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	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	38615134	38615134	100	38615134	0	100	0	
	POLL		0	0	0	0	0		
	POSTAL BALLOT		0	0	0	0	0		
	VENUE-VOTING		0	0	0	0	0		
	SUB TOTAL		38615134	38615134	100	38615134	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	28	0	0	0	0	0	0	
	POLL		0	0	0	0	0		
	POSTAL BALLOT		0	0	0	0	0		
	VENUE-VOTING		0	0	0	0	0		
	SUB TOTAL		28	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	13634838	6793184	49.82	6792994	190	100	0	
	POLL		0	0	0	0	0		
	POSTAL BALLOT		0	0	0	0	0		
	VENUE-VOTING		0	0	0	0	0		
	SUB TOTAL		13634838	6793184	49.82	6792994	190	100	0
GRAND TOTAL		52250000	45408318	86.91	45408128	190	100	0	

2.ORDINARY BUSINESS:

To appoint a Director in place of Mr. Prasad V Potluri (DIN: 00179175) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible offers himself for re-appointment.

Resolution Required:(Ordinary/Special)			Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?									
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	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	38615134	38615134	100	38615134	0	100	0	
	POLL		0	0	0	0	0		
	POSTAL BALLOT		0	0	0	0	0		
	VENUE-VOTING		0	0	0	0	0		
	SUB TOTAL		38615134	38615134	100	38615134	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	28	0	0	0	0	0	0	
	POLL		0	0	0	0	0		
	POSTAL BALLOT		0	0	0	0	0		
	VENUE-VOTING		0	0	0	0	0		
	SUB TOTAL		28	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	13634838	6793184	49.82	6792894	290	100	0	
	POLL		0	0	0	0	0		
	POSTAL BALLOT		0	0	0	0	0		
	VENUE-VOTING		0	0	0	0	0		
	SUB TOTAL		13634838	6793184	49.82	6792894	290	100	0
GRAND TOTAL		52250000	45408318	86.91	45408028	290	100	0	

3.SPECIAL BUSINESS: Appointment of Statutory Auditor

NAME OF THE COMPANY: PICTUREHOUSE MEDIA LIMITED

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	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	38615134	38615134	100	38615134	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		38615134	38615134	100	38615134	0	100
PUBLIC-INSTITUTIONS	E-VOTING	28	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		28	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	13634838	6793184	49.82	6792994	190	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		13634838	6793184	49.82	6792994	190	100
GRAND TOTAL		52250000	45408318	86.91	45408128	190	100	0

4.SPECIAL BUSINESS: Approval of continuation of tenure of Mr. N S Kumar (DIN: 00552519) as an independent director for the residual period of his appointment till September 27, 2024.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	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	38615134	38615134	100	38615134	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		38615134	38615134	100	38615134	0	100
PUBLIC-INSTITUTIONS	E-VOTING	28	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		28	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	13634838	6793184	49.82	6792994	190	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		13634838	6793184	49.82	6792994	190	100
GRAND TOTAL		52250000	45408318	86.91	45408128	190	100	0

5.SPECIAL BUSINESS: Approve material related party transactions.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	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	38615134	38615134	100	38615134	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	SUB TOTAL		38615134	38615134	100	38615134	0	100
PUBLIC-INSTITUTIONS	E-VOTING	28	0	0	0	0	0	0

NAME OF THE COMPANY: PICTUREHOUSE MEDIA LIMITED

	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	28	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	13634838	6793184	49.82	6791494	1690	99.98	0.02
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	13634838	6793184	49.82	6791494	1690	99.98	0.02
GRAND TOTAL		52250000	45408318	86.91	45406628	1690	100	0

6.SPECIAL BUSINESS: To approve transactions under Section 185 of the Companies Act.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	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	38615134	38615134	100	38615134	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	38615134	38615134	100	38615134	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	28	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	28	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	13634838	6793184	49.82	6791494	1690	99.98	0.02
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	13634838	6793184	49.82	6791494	1690	99.98	0.02
GRAND TOTAL		52250000	45408318	86.91	45406628	1690	100	0

7.SPECIAL BUSINESS: To change the object clause of Memorandum of Association

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	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	38615134	38615134	100	38615134	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	38615134	38615134	100	38615134	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	28	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	28	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	13634838	6793184	49.82	6791494	1690	99.98	0.02
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL	13634838	6793184	49.82	6791494	1690	99.98	0.02
GRAND TOTAL		52250000	45408318	86.91	45406628	1690	100	0

DERRIN ANN GEORGE

Digitally signed by DERRIN ANN GEORGE
Date: 2022.10.01 18:12:19 +05'30'

Scrutinizer(s) Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To
The Chairman of 23rd Annual General Meeting (AGM) of the Members of Picturehouse Media Limited held on Friday, September 30, 2022 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, Mohit Kumar Goyal, Partner, D. Hanumanta Raju & Co., Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Picturehouse Media Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to scrutinize the remote e-voting process in respect of the below mentioned resolutions proposed at the 23rd Annual General Meeting ("AGM") of Picturehouse Media Limited on Friday, September 30, 2022 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The Company has confirmed that the notice dated September 6, 2022 in respect of the below mentioned resolutions was sent to the shareholders of the Company through electronic mode to those Members whose email addresses were registered with the Company/Depositories, in compliance with the MCA Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 followed by Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 2/2022 dated May 5, 2022 and all other relevant circulars issued from time to time.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date i.e Friday, 23rd September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.



The voting period for remote e-voting commenced on Monday, 26th September, 2022 at 09:00 A.M. and ended on Thursday, 29th September, 2022 at 05:00 P.M. and NSDL e-voting platform was blocked thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not casted their votes earlier.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein. After the conclusion of AGM at 11:40 A.M on September 30, 2022, the e-voting facility was kept open for 15 minutes to enable the shareholders to cast their vote. Later on the remote e-voting facility provided for AGM and e-voting at AGM was unblocked and the combined report has been generated based on the data downloaded from NSDL e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 23rd Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "for" or "against" the resolutions stated in the 23rd AGM notice, based on the reports generated from e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the results of the remote e-voting and e-voting at AGM in respect of the said resolutions.

Item No. 1:-

Ordinary Resolution to receive, consider and adopt

- a) **The Audited Financial Statements of the Company for the financial year ended March 31, 2022 with the reports of the Board of Directors' and Auditor's thereon.**
- b) **The Audited consolidated financial statements of the Company for the financial year March 31, 2022 and Auditor's Report thereon.**

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
57	45408128	99.9996



(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
20	190	0.0004

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

Item No.2:-

Ordinary Resolution to appoint a Director in place of Mr. Prasad V Potluri (DIN: 00179175) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible offers himself for re-appointment.

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
56	45408028	99.9994

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
21	290	0.0006

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

Item No.3:-

Ordinary Resolution to appoint Statutory Auditor of the Company.

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
57	45408128	99.9996



(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
20	190	0.0004

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

Item No.4:-

Special Resolution for Approval of continuation of tenure of Mr. N S Kumar (DIN: 00552519) as an independent director for the residual period of his appointment till September 27, 2024.

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
57	45408128	99.9996

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
20	190	0.0004

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0



Item No.5:-

Ordinary Resolution to approve material related party transactions.

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
56	45406628	99.9963

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
21	1690	0.0037

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

Item No.6:-

Special Resolution to approve transactions under Section 185 of the Companies Act, 2013.

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
56	45406628	99.9963

(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
21	1690	0.0037



(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

Item No.7:-

Special Resolution to change the Object Clause of Memorandum of Association.

(i) Voted for the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
56	45406628	99.9963

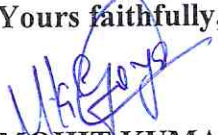
(ii) Voted Against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (For and Against)
21	1690	0.0037

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
0	0

Thanking You,
Yours faithfully,


MOHIT KUMAR GOYAL
FCS: 9967, C.P. No: 12751
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES
UDIN: F009967D001114642
PR No: 699/2020



PLACE: HYDERABAD
DATE: 01.10.2022