



Picturehouse Media Limited

September 04, 2023

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 September 04, 2023 (Annexure B) on the business transacted at the Annual General Meeting ("AGM") of the Company held on September 01, 2023 at 11.30 A.M and concluded by 12.11 P.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 three (3) (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	
Type of meeting	AGM	
Date of the meeting	01-09-2023	
Record date	25-08-2023	
Total number of shareholders on record date	5371	
No. of shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter group	0	
b) Public	0	
No. of shareholders attended the meeting through video conferencing		
a) Promoters and Promoter group	3	
b) Public	37	
No. of resolution passed in the meeting	3	

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements				
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	38615134	38615134	100.0000	38615134	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		38615134	38615134	100.0000	38615134	0	100.0000
Public-Institutions	E-Voting	28	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	13634838	2293620	16.8218	2293605	15	99.9993	0.0007
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13634838	2293620	16.8218	2293605	15	99.9993
Total		52250000	40908754	78.2943	40908739	15	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mrs. Poonamallee Jayavelu Bhavani(DIN: 00121863) who retires by rotation in terms of Section 152(6) 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	38615134	38615134	100.0000	38615134	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		38615134	38615134	100.0000	38615134	0	100.0000
Public-Institutions	E-Voting	28	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	13634838	2293619	16.8218	2293603	16	99.9993	0.0007
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13634838	2293619	16.8218	2293603	16	99.9993
Total		52250000	40908753	78.2943	40908737	16	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. SUBRAMANIAN PARAMESWARAN (DIN: 09138856) AS AN INDEPENDENT DIRECTOR 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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	38615134	38615134	100.0000	38615134	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		38615134	38615134	100.0000	38615134	0	100.0000
Public-Institutions	E-Voting	28	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		28	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	13634838	2293620	16.8218	2293603	17	99.9993	0.0007
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13634838	2293620	16.8218	2293603	17	99.9993
Total		52250000	40908754	78.2943	40908737	17	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

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DATLA HANUMANTA RAJU
B.COM., LL.B., PGDT, M.B.A., FCS
PARTNER

D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES

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 24th Annual General Meeting (AGM) of the Members of Picturehouse Media Limited held on Friday, September 01, 2023 at 11.30 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, D. Hanumanta Raju, Partner, M/s 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 24th Annual General Meeting ("AGM") of Picturehouse Media Limited on Friday, September 01, 2023 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 August 02, 2023 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 and e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date i.e Friday, August 25, 2023 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, 28th August, 2023 at 09:00 A.M. and ended on Thursday, 31st August, 2023 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 11:56 AM on September 01st, 2023, 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 24th 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 24th 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, 2023 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, 2023 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)
32	40908739	100



(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)
6	15	0

(iii) **Invalid** Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
1	1

Item No.2:-

Ordinary Resolution to appoint a Director in place of Mrs. Poonamallee Jayavelu Bhavani (DIN: 00121863) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, seeks 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)
30	40908737	100

(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)
7	16	0

(iii) **Invalid** Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
2	2



Item No.3:-

Special Resolution for appointment of Mr. Subramanian Parameswaran (DIN: 09138856) as an Independent Director 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)
30	40908737	100

(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)
8	17	0

(iii) Invalid Votes (Including abstained votes):

Total number of members who abstained	Total number of votes cast/abstain by them
1	1

Thanking You,
Yours faithfully,



D HANUMANTA RAJU
FCS: 4044, C.P. No: 1709
PARTNER
D. HANUMANTA RAJU & CO.
COMPANY SECRETARIES
UDIN: F004044E000935436
PR No: 699/2020



PLACE: HYDERABAD
DATE: 04.09.2023