

The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001
Scrip Code – 532387

The Manager
Listing Department
National Stock Exchange Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (East), Mumbai 400051
Scrip Code – PNC

September 28, 2024

Dear Sir/Madam,

Re: Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 – Details of Voting Results of 31st Annual General Meeting (AGM) of the Company and Scrutinizer's report

This is to inform that the 31st Annual General Meeting of the Company was held on Thursday, September 26, 2024 at 3 pm through VC/OAVM. In accordance with the Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, details of voting results of the AGM are enclosed as per the prescribed format.

Further, we are also enclosing the Scrutinizer's Consolidated Report on Remote e-voting and e-voting at the AGM which are also uploaded on the Company's website.

Sr. No.	Description	Particulars			
1	Date of AGM	September 26, 2024			
2	Book Closure	September 20, 2024 to September 26, 2024			
3	Total number of Shareholders on record date	10,410			
4		No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	In person	Proxy	Video Conference	Total
	Promoter and promoter group	0	0	6	6
	Public	0	0	39	39
	Total	0	0	45	45

The Shareholders transacted the business is provided in the Annexure.
Request you to kindly take the same on record.

For Prtish Nandy Communications Limited



Hemant Auti
Company Secretary & Compliance Officer
Place: Mumbai



ANNEXURE

The Shareholders transacted the following business:

1. To receive, consider and adopt:
 - a. the audited standalone financial statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and the auditors thereon; and
 - b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2024, together with the report of the auditors thereon.
2. To appoint a Director in place of Prithish Nandy who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint Pallab Bhattacharya, as Wholetime Director of the Company for a further period of 3 years, with effect from February 17, 2025.
4. To re-appoint Rangita Prithish Nandy, as Wholetime Director of the Company for a further period of 3 years, with effect from February 18, 2025.
5. Approval to the excess remuneration paid to Wholetime Directors.

All the resolutions were approved by requisite majority.

For Prithish Nandy Communications Limited


Homant Auti
Company Secretary & Compliance Officer



Prithish Nandy Communications Limited

Resolution Required : (Ordinary)

1 To receive, consider and adopt:

a. the audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of directors and the Auditors thereon, and

b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the report of the Auditors thereon.

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 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
Promoter and Promoter Group	E-Voting	7934141	7934141	100.0000	7934141	0	100.0000	0.0000
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	95190	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6437669	1833268	28.4772	1833144	124	99.9932	0.0068
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1833268	28.4772	1833144	124	99.9932	0.0068
Total		14467000	9767409	67.5151	9767285	124	99.9987	0.0013

Prithish Nandy Communications Limited

Resolution Required : (Ordinary)			2 - To appoint Prithish Nandy (DIN: 00006331), who retires by rotation as a Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	7934141	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	95190	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6437669	1833268	28.4772	1833144	124	99.9932	0.0068
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1833268	28.4772	1833144	124	99.9992	0.0068
Total		14467000	1833268	12.6721	1833144	124	99.9992	0.0068

Prithish Nandy Communications Limited

Resolution Required : (Special)			3 - To re-appoint Pallab Bhattacharya as Wholetime Director					
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 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	7934141	7934141	100.0000	7934141	0	100.0000	0.0000
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	95190	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6437669	1728268	26.8462	1728144	124	99.9928	0.0072
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1728268	26.8462	1728144	124	99.9928	0.0072
Total		14467000	9662409	66.7893	9662285	124	99.9987	0.0013

Prithish Nandy Communications Limited

Resolution Required : (Special)			4 - To re-appoint Rangita Prithish Nandy, President and Creative Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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]	$[6]=\{[4]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7934141	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	95190	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6437669	1833268	28.4772	1833144	124	99.9932	0.0068
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1833268	28.4772	1833144	124	99.9992	0.0068
Total		14467000	1833268	12.6721	1833144	124	99.9932	0.0068

Prithish Nandy Communications Limited

Resolution Required : (Special)			5 - Approval for the excess remuneration paid to Wholetime Directors					
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 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	7934141	7934141	100.0000	7934141	0	100.0000	0.0000
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	95190	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6437669	1833268	28.4772	1833094	174	99.9905	0.0068
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1833268	28.4772	1833094	174	99.9905	0.0095
Total		14467000	9767409	67.5151	9767235	174	99.9982	0.0018

V. N. DEODHAR & CO.

Company Secretaries

V.N.DEODHAR

B.Com (Hons), B.A.LL.B. (Gen.) F.C.S.

4/3, 'Radha', 1st Floor,
Shastri Hall, Grant Road (W),
Mumbai - 400 007.

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**REPORT OF SCRUTINIZER
ON REMOTE E-VOTING, E-VOTING PROCESS AT
THE ANNUAL GENERAL MEETING OF
PRITISH NANDY COMMUNICATIONS LIMITED
FOR 31ST ANNUAL GENERAL MEETING**

To,

The Chairman,
Pritish Nandy Communications Ltd.
87/88, Mittal Chambers
Nariman Point
Mumbai 400 021

Corporate Identity Number (CIN): L22120MH1993PLC074214

I, V. N. Deodhar, proprietor of M/s V. N. Deodhar & Co., Company Secretaries having office at 4/3 Radha, 1st Floor, Shastri Hall, Grant Road (West), Mumbai 400007 have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting and e-voting process at the 31st Annual General Meeting (“AGM”) in a fair and transparent manner for the business contained in the Notice of 31st AGM of the company held on Thursday, 26th September, 2024 at 3.00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) and issuing a report on remote e-voting as well as e-voting process at the 31st AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read with sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto, read with MCA General circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

The Company sought approval of Members to the Resolutions through remote e-voting and e-voting process at the 31st AGM:

1. The remote e-voting period commenced at 9.00 a.m. on 23rd September, 2024 and ended at 5.00 p.m. on 25th September, 2024 and the same was disabled thereafter.
2. Voting rights were on the paid-up value of shares registered in the name of the member as on the Cut Off date i.e. 19th September, 2024.



3. Members holding shares as on the “Cut Off” date i.e. 19th September, 2024 were entitled to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the 31st AGM of the Company.
4. The facility of voting through e-voting process during the 31st AGM was provided to facilitate those members present in the meeting and had not participated in the remote e-voting to record their votes.
5. After the conclusion of the 31st AGM the votes cast through remote e-voting and e-voting during the AGM were unblocked in the presence of two witnesses, namely, CA. Hrushikesh V. Deodhar and Mr. Ajit V. Ukidwe, who acted as witnesses and who are not in the employment of the Company.
6. Thereafter, I as a scrutinizer duly compiled the details of remote e-voting and e-voting process done by the members at the 31st AGM, the details of which are as follows:

ORDINARY BUSINESS**RESOLUTION No.1**

1. To receive, consider and adopt:
 - a. the audited Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of directors and the Auditors thereon, and
 - b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the report of the Auditors thereon.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	9766533	99.9987	124	0.0013
Voting at the meeting through e-voting system	752	100	0	0
Total	9767285	99.9987	124	0.0013

RESOLUTION No. 2

2. To appoint Pritish Nandy (DIN: 00006331), who retires by rotation as a Director

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	6354395	99.9980	124	0.0020
Voting at the meeting through e-voting system	752	100	0	0
Total	6355147	99.9981	124	0.0019



RESOLUTION No. 3

3. To re-appoint Pallab Bhattacharya as Wholetime Director

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	9661533	99.9987	124	0.0013
Voting at the meeting through e-voting system	752	100	0	0
Total	9662285	99.9987	124	0.0013

RESOLUTION No. 4

4. To re-appoint Rangita Prithish Nandy, President and Creative Director

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	6354395	99.9980	124	0.0020
Voting at the meeting through e-voting system	752	100	0	0
Total	6355147	99.9981	124	0.0019

RESOLUTION No. 5

5. Approval for the excess remuneration paid to Wholetime Directors

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	9766533	99.9987	124	0.0013
Voting at the meeting through e-voting system	702	93.3511	50	6.6489
Total	9767235	99.9982	174	0.0018



All the resolutions mentioned in the notice of the 31st Annual General Meeting dated 6th August, 2024 stand passed under Remote E-voting and E-voting conducted at the Annual General Meeting with the requisite majority and hence deemed to be passed as on the date of Annual General Meeting.

**For V.N. DEODHAR & Co.,
COMPANY SECRETARIES**



**V N DEODHAR
PROP.
FCS: 1880
CP: 898**

**UDIN: F001880F001329613
Place: Mumbai
Dated: 26th September, 2024.**

The following were the witnesses to the unblocking of votes cast through remote e-voting and e-voting process at the 31st AGM.

(HRUSHIKESH V. DEODHAR.)

(AJIT V. UKIDWE)