

Date: January 30, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400 001

SCRIP CODE: 543895

Subject: Declaration of Voting Result under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") of Extra-Ordinary General Meeting ("**EOGM**") of Exhicon Events Media Solutions Limited ("**the Company**").

Dear Sir/Madam,

With reference to the captioned subject and in accordance with the Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), we wish to inform you that the Extra-Ordinary General Meeting of the Company held on Tuesday, January 28, 2025. In this regard, we herein submitting the below details:

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer Report on E-Voting as per the provisions of Section 108 & 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014;

The Voting Results and the Scrutinizer's Report will also be made available on the website of the Company at <https://exhicongroup.com/>.

We request you to kindly take the above information on record.

Thanking you,

Yours faithfully,
For Exhicon Events Media Solutions Limited

Pranjul Jain
Company Secretary & Compliance Office
Membership No. A67725

Encl: A/a

EXHICON EVENTS MEDIA SOLUTIONS LIMITED

(Formerly Known as Exhicon Events Media Solutions Private Limited) CIN:L74990MH2010PLC208218

Regd. Office: Unit No. 134 & 146, 1st Floor, Andheri Industrial Estate, Plot No. 22,
Veera Desai Road, Andheri West, Mumbai - 400053, Maharashtra, India

Toll Free: 1800 258 8103 | Email: info@exhicongroup.com | www.exhicongroup.com

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General information about company

| | |
|---|-------------------------------------|
| Scrip code | 543895 |
| NSE Symbol | NA |
| MSEI Symbol | NA |
| ISIN | INE008901016 |
| Name of the company | Icon Events Media Solutions Limited |
| Type of meeting | EGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 28-01-2025 |
| Start time of the meeting | 9:00 AM |
| End time of the meeting | 10:20 AM |

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Scrutinizer Details

| | |
|---|--------------------|
| Name of the Scrutinizer | Brajesh Gupta |
| Firms Name | Brajesh Gupta & Co |
| Qualification | CS |
| Membership Number | 33070 |
| Date of Board Meeting in which appointed | 02-01-2025 |
| Date of Issuance of Report to the company | 30-01-2025 |

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| Voting results | |
|---|---------------------------|
| Record date | 21-01-2025 |
| Total number of shareholders on record date | 2693 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 4 |
| b) Public | 16 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of resolution passed in the meeting | 3 |
| Disclosure of notes on voting results | Add Notes |

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| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To withdraw the issue of 2,00,459 Equity Shares of the Company on preferential basis for consideration other than cash (Share Swap) | | | | |
| 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 | 7406498 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 7406498 | 100.0000 | 7406498 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 7406498 | 7406498 | 100.0000 | 7406498 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | E-Voting | 119000 | 47000 | 39.4958 | 47000 | 0 | 100.0000 | 0.0000 |
| | Poll | | 72000 | 60.5042 | 72000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 119000 | 119000 | 100.0000 | 119000 | 0 | 100.0000 |
| Total | | 7525498 | 7525498 | 100.0000 | 7525498 | 0 | 100.0000 | 0.0000 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

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| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|---------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | To withdraw the issuance of 2,00,000 Warrants (Equity Convertible Warrants) on Preferential Basis to entities belonging to the promoter & non-promoter category | | | | |
| 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 | 4486420 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 4486420 | 100.0000 | 4486420 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 4486420 | 4486420 | 100.0000 | 4486420 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | E-Voting | 119000 | 47000 | 39.4958 | 47000 | 0 | 100.0000 | 0.0000 |
| | Poll | | 72000 | 60.5042 | 72000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 119000 | 119000 | 100.0000 | 119000 | 0 | 100.0000 |
| Total | | 4605420 | 4605420 | 100.0000 | 4605420 | 0 | 100.0000 | 0.0000 |
| Whether resolution is Pass or Not. | | | | | | Yes | | |
| Disclosure of notes on resolution | | | | | | Add Notes | | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

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| Resolution (3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|---------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve the issue of Warrants convertible into Equity Shares on preferential basis to the non-promoter public category investor for Cash Consideration | | | | |
| 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 | 7406498 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 7406498 | 100.0000 | 7406498 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 7406498 | 7406498 | 100.0000 | 7406498 | 0 | 100.0000 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | E-Voting | 119000 | 47000 | 39.4958 | 47000 | 0 | 100.0000 | 0.0000 |
| | Poll | | 72000 | 60.5042 | 72000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 119000 | 119000 | 100.0000 | 119000 | 0 | 100.0000 |
| Total | | 7525498 | 7525498 | 100.0000 | 7525498 | 0 | 100.0000 | 0.0000 |
| Whether resolution is Pass or Not. | | | | | | Yes | | |
| Disclosure of notes on resolution | | | | | | Add Notes | | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |



REPORT OF SCRUTINIZER

Date: 30/01/2025

To,

The Chairman,

Exhicon Events Media Solutions Limited

(Formerly known as Exhicon Events Media Solutions Private Limited)

Unit No. 134 & 146, 1st Floor, Andheri Industrial Estate, Plot No. 22,

Veera Desai Road, Andheri West, Mumbai - 400053, Maharashtra

Subject: Scrutinizer's Report for Extra-Ordinary General Meeting ("*EOGM*") of Members of *Exhicon Events Media Solutions Limited* (Formerly known as Exhicon Events Media Solutions Private Limited) held on Tuesday, January 28, 2025, at 09:00 A.M. at the registered office of the company at Unit No. 134 & 146, 1st Floor, Andheri Industrial Estate, Plot No. 22, Veera Desai Road, Andheri West, Mumbai - 400053, Maharashtra, India

Dear Sir,

I, **Brajesh Gupta, Practising Company Secretary (Membership No. ACS - 33070)**, Indore, have been appointed by the Board of Directors of Exhicon Events Media Solutions Limited ("*the Company*") as Scrutinizer for the purpose of scrutinizing the poll (ballot voting at EOGM Venue) including voting by electronic means on the voting carried out on the resolutions contained in Notice and corrigendum to the notice of Extra-Ordinary General Meeting ("*EOGM*") (hereinafter referred to as "*the resolutions*") of the Company, as per the provisions of Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Agreements with the Stock Exchanges, relating the poll (ballot voting at EOGM Venue) including voting by electronic means (e-voting).

My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of votes cast by the members for the resolutions contained in the notice based on the report generated from the electronic platform provided by Central Depositories Services (India) Limited, the authorized agency to provide the e-voting facilities, engaged by the Company.

I submit my report as under:

1. The Notice and corrigendum to the notice of Extra-Ordinary General Meeting have been mailed through electronically to those members who have registered their email addresses with the Company or their Depository Participant on 06.01.2025 and 23.01.2025 respectively and in other cases the Company has dispatched the Notice.
2. As informed by the Company, an advertisement about the EOGM to be held on Tuesday, January 28, 2025, at 09:00 A.M. has been published in Pratha Kal (Daily Newspaper in Vernacular Language) and Active Times (Daily Newspaper in English Language) on January 26, 2025.

3. The Votes were unblocked in presence of the two witnesses, who are not in the employment of the Company. They have signed below in conformation of the votes being unblocked in their presence.

1. 
.....
(Witness)

2. 
.....
(Witness)

4. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling were locked in our presence with due identification marks placed by me.
5. The Company has also distributed the physical ballot forms at the venue of the EOGM to enable the shareholders to cast their votes physically in case they have not casted by them through e-voting.
6. The locked ballot box was subsequently opened in our presence upon conclusion of meeting and poll paper/ authorization/proxies were diligently scrutinized. The poll papers were reconciled the records maintained by the Company/ Registrar and Transfer Agents of the Company and the poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. Total 20 members were physically present in the Extra-Ordinary General Meeting of the Company, all members physically present voted in EOGM by Poll.
8. I did not find any invalid polling paper
9. The E-Voting period remained opened from Saturday, January 25, 2025 (09:00 AM) and ends on Monday January 27, 2025 (05:00 PM) and the shareholders holding shares as on the "cut off" date, i.e., January 21, 2025, were entitled to vote on the proposed resolutions as set out in the notice of EOGM.
10. The E-Voting results with details of equity shareholders who have voted in favor of the resolutions or against the resolutions and those who have abstained from voting were downloaded from the website of Central Depositories Services (India) Limited i.e., www.evoting.cdslindia.com.
11. The Company has informed that instructions was given by the company in the notice of Extra-Ordinary General Meeting to the members who has voted through remote e-voting shall not vote through poll at the meeting, in case of voting through both the voting voting method only E-Voting will be counted as final.
12. The combined result of the Poll (Ballot Paper) and E-Voting is as under:

Resolution No. : 1
Nature of Resolution : Special Resolution
Subject Matter : To withdraw the issue of 2,00,459 Equity Shares of the Company on preferential basis for consideration other than cash (Share Swap).

(i) Voted in favor of the resolution:

| Mode | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-----------------------------|------------------------------|---------------------------------------|
| Remote E-Voting | 3 | 47,000 | 100 |
| Physical Poll | 20 | 74,78,498 | 100 |
| Total | 23 | 75,25,498 | 100 |

(ii) Voted against the resolution:

| Mode | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|------|-----------------------------|------------------------------|---------------------------------------|
|------|-----------------------------|------------------------------|---------------------------------------|

| | | | |
|-----------------|----------|----------|----------|
| Remote E-Voting | 0 | 0 | 0 |
| Physical Poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(iii) Invalid votes:

| Mode | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-Voting | 0 | 0 |
| Physical Poll | 0 | 0 |
| Total | 0 | 0 |

Resolution No. : 2

Nature of Resolution : Special Resolution

Subject Matter : To withdraw the issuance of 2,00,000 Warrants (Equity Convertible Warrants) on Preferential Basis to entities belonging to the promoter & non-promoter category.

(i) Voted in favor of the resolution:

| Mode | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-----------------------------|------------------------------|---------------------------------------|
| Remote E-Voting | 3 | 47,000 | 100 |
| Physical Poll | 18 | 45,58,420 | 100 |
| Total | 21 | 46,05,420 | 100 |

(ii) Voted against the resolution:

| Mode | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-----------------------------|------------------------------|---------------------------------------|
| Remote E-Voting | 0 | 0 | 0 |
| Physical Poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(iii) Invalid votes:

| Mode | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-Voting | 0 | 0 |
| Physical Poll | 0 | 0 |
| Total | 0 | 0 |

Resolution No. : 3

Nature of Resolution : Special Resolution

Subject Matter : To consider and approve the issue of Warrants convertible into Equity Shares on preferential basis to the non-promoter public category investor for Cash Consideration:

(i) Voted in favor of the resolution:

| Mode | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-----------------------------|------------------------------|---------------------------------------|
| Remote E-Voting | 3 | 47,000 | 100 |
| Physical Poll | 20 | 74,78,498 | 100 |
| Total | 23 | 75,25,498 | 100 |

(ii) Voted against the resolution:

| Mode | Number of members who voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-----------------------------|------------------------------|---------------------------------------|
| Remote E-Voting | 0 | 0 | 0 |
| Physical Poll | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

(iii) Invalid votes:

| Mode | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------|---|------------------------------------|
| Remote E-Voting | 0 | 0 |
| Physical Poll | 0 | 0 |
| Total | 0 | 0 |

The electronic data and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Note: According to the E-Voting report downloaded from CDSL and ballot voting in the EOGM, since the majority votes casted in the favour, all the resolutions set out in the notice of EOGM, passed with the requisite majority.

For Brajesh Gupta & Co.



Brajesh Gupta
Practicing Company Secretary
Membership No.: 33070
UDIN: A033070F003829544
Place: Indore
Date: 30/01/2025