

₹ EGOAL

REGAL/SECTT/BSE/24-25

January 02, 2025

To,

**BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001**

Scrip Code: 531033

SUB: REGULATION 44(3) OF THE SEBI (LODR), 2015-VOTING RESULTS OF 32ND AGM HELD ON 31ST DECEMBER, 2024 - REG

Dear Sir/Madam,

In accordance with the Regulation 44(3) of the SEBI (LODR), 2015, we write to inform you that the Members of the Company at the Annual General Meeting held on Tuesday, 31st December 2024 at 11.32 A.M, transacted the following business:

S.NO.	DESCRIPTION					
A.	DATE OF AGM	31.12.2024				
B.	TOTAL NO. OF SHAREHOLDERS ON RECORD DATE i.e. 24.12.2024	2159				
C.	NUMBER OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY					
	SHAREHOLDER	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP	0	0	0	0	0
	PUBLIC	0	0	0	0	0
	TOTAL	0	0	0	0	0
D.	NO. OF SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING-	20				

OUTCOME OF THE 32ND ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY

The 32nd Annual General Meeting of the Members of the Company was held on Tuesday, 31st December 2024 at 11.32 A.M. through Video Conferencing (OAVM). The mode of voting was

by the way of Remote E-Voting and E-Voting at the AGM. The Scrutiniser's Report forwarded by Ms. Palak Desai, Practising Company Secretary dtd 01.01.2025 is attached herewith.

Minutes of the 32nd AGM will be forwarded to you as soon as the Competent authority signs it.

Kindly acknowledge the receipt and take the same on record.

Thanking You
Yours Faithfully

FOR REGAL ENTERTAINMENT AND CONSULTANTS LIMITED

**VINEET KHARKWAL
COMPANY SECRETARY AND COMPLIANCE OFFICER**

Encl: As above

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General information about company

Scrip code	531033
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE101E01010
Name of the company	TERTAINMENT AND CONSULTANTS LIMITE
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	31-12-2024
Start time of the meeting	11:32 AM
End time of the meeting	11:52 AM

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Scrutinizer Details

Name of the Scrutinizer	PALAK DESAI
Firms Name	M/S PALAK DESAI
Qualification	CS
Membership Number	16763
Date of Board Meeting in which appointed	02-12-2024
Date of Issuance of Report to the company	01-01-2025

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Voting results	
Record date	24-12-2024
Total number of shareholders on record date	2159
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	1
b) Public	19
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2024, the reports of the Board of Directors and Auditors thereon.				
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	1077781	1076981	99.9258	1076981	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1077781	1076981	99.9258	1076981	0	100.0000
Public- Institutions	E-Voting	0	0	0			0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000			0.0000
Public- Non Institutions	E-Voting	1994319	133	0.0067	131	2	98.4962	1.5038
	Poll							
	Postal Ballot (if applicable)							
	Total		1994319	133	0.0067	131	2	98.4962
Total		3072100	1077114	35.0612	1077112	2	99.9998	0.0002
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				2.To appoint a director in place of Mr. Shreyash Chaturvedi (DIN- 06393031) who retires by rotation and being eligible, offers himself for reappointment				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll			0				
	Postal Ballot (if applicable)			0				
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1994319	133	0.0067	131	2	98.4962	1.5038
	Poll							
	Postal Ballot (if applicable)							
	Total	1994319	133	0.0067	131	2	98.4962	1.5038
Total		1994319	133	0.0067	131	2	98.4962	1.5038
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				3. APPOINTMENT OF SHRI SATBIK SINGH (DIN: 06887978), DIRECTOR AS EXECUTIVE 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	1077781	1076981	99.9258	1076981	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1077781	1076981	99.9258	1076981	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1994319	133	0.0067	131	2	98.4962	1.5038
	Poll							
	Postal Ballot (if applicable)							
	Total		1994319	133	0.0067	131	2	98.4962
Total		3072100	1077114	35.0612	1077112	2	99.9998	0.0002
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 (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				4.TO INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND AMENDMENT TO THE MEMORANDUM OF ASSOCIATION & ARTICLE OF ASSOCIATION 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	1077781	1076981	99.9258	1076981	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1077781	1076981	99.9258	1076981	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1994319	133	0.0067	131	2	98.4962	1.5038
	Poll							
	Postal Ballot (if applicable)							
	Total		1994319	133	0.0067	131	2	98.4962
Total		3072100	1077114	35.0612	1077112	2	99.9998	0.0002
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 (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				5.TO ISSUE COMPULSORY CUMULATIVE REDEEMABLE PREFERENCE SHARES AT A COUPON RATE OF 12.5% P.A., ON A PREFERENTIAL BASIS THROUGH PRIVATE PLACEMENT				
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	1077781	1076981	99.9258	1076981	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1077781	1076981	99.9258	1076981	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1994319	133	0.0067	131	2	98.4962	1.5038
	Poll							
	Postal Ballot (if applicable)							
	Total		1994319	133	0.0067	131	2	98.4962
Total		3072100	1077114	35.0612	1077112	2	99.9998	0.0002
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 (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				6.APPOINTMENT OF MR. GURVINDER SINGH (DIN: 00085436) AS A NON-EXECUTIVE 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	1077781	1076981	99.9258	1076981	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1077781	1076981	99.9258	1076981	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1994319	133	0.0067	131	2	98.4962	1.5038
	Poll							
	Postal Ballot (if applicable)							
	Total		1994319	133	0.0067	131	2	98.4962
Total		3072100	1077114	35.0612	1077112	2	99.9998	0.0002
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 (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				7.APPOINTMENT OF MRS. BARKHA CHHABRA (DIN: 10861044) AS A NON-EXECUTIVE INDEPENDENT WOMEN 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	1077781	1076981	99.9258	1076981	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		1077781	1076981	99.9258	1076981	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1994319	133	0.0067	131	2	98.4962	1.5038
	Poll							
	Postal Ballot (if applicable)							
	Total		1994319	133	0.0067	131	2	98.4962
Total		3072100	1077114	35.0612	1077112	2	99.9998	0.0002
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

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rule, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Chairman
Regal Entertainment and Consultants Limited
1402, Plot no. 34, LA Serena CHSL.,
J P Road, Andheri (West),
Mumbai - 400058

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 32nd Annual General Meeting of the Company held on Tuesday, December 31, 2024 at 11:30 a.m. (IST) through video conferencing / other audio visual means ("VC/OAVM")

I, Palak Desai, Practising Company Secretary, being appointed as the Scrutinizer by the Board of Directors of **Regal Entertainment and Consultants Limited** (herein referred to as "Company") 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 conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 32nd Annual General Meeting (AGM) of Regal Entertainment and Consultants Limited on Tuesday, December 31, 2024 at 11.30 a.m. (IST) through VC/OAVM.

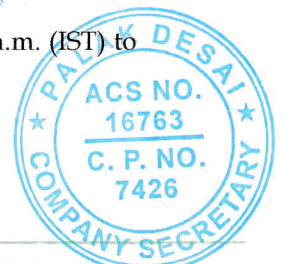
Our Responsibility

The management of the Company is responsible to ensure the compliance with the requirement of the Act, Rules and notifications and SEBI Listing Regulations relating to voting through electronic means on the business set out in the notice of the 32nd AGM of the members of the Company.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Remote e-voting process

- i) The Company had appointed Bigshare Services Private Limited as the agency for providing the platform for remote e-voting during the AGM.
- ii) The Remote e-voting remained opened from Saturday, 28th December, 2024 at 9.00 a.m. (IST) to Monday, 30th December, 2024 at 5.00 p.m. (IST)



The Company had also provided remote e-voting facility to the Shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier. The Shareholders of the Company holding shares as on the cut-off date Tuesday, December 24, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The votes cast were unblocked and was witnessed by two witnesses, i.e. Mrs. Savita Karkera and Ms. Priyanka Barje who are not in the employment of the Company

Results:

I hereby submit the Consolidated Scrutinizer's Report based on the results of remote e-voting as under:

RESOLUTION NO. 1 (ORDINARY RESOLUTION):

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2024

(i) Votes in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	10,77,112	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	2	0.0002

(iii) Invalid voted:

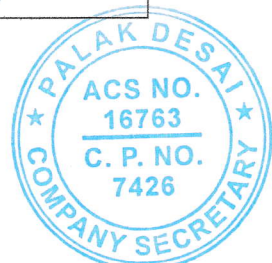
Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

RESOLUTION NO. 2 (ORDINARY RESOLUTION):

TO APPOINT A DIRECTOR IN PLACE OF MR. SHREYASH CHATURVEDI (DIN- 06393031) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT

(i) Votes in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
21	131	98.4962



(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	2	1.5038

(iii) Invalid voted:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

#Interested parties are excluded in counting

RESOLUTION NO. 3 (ORDINARY RESOLUTION):

APPOINTMENT OF SHRI SATBIR SINGH (DIN: 06887978), DIRECTOR AS EXECUTIVE DIRECTOR OF THE COMPANY.

(i) Votes in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	10,77,112	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	2	0.0002

(iii) Invalid voted:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

RESOLUTION NO. 4 (SPECIAL RESOLUTION):

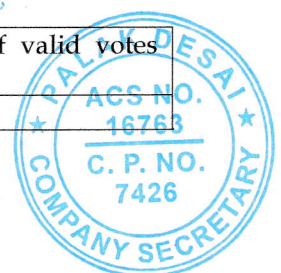
TO INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND AMENDMENT TO THE MEMORANDUM OF ASSOCIATION & ARTICLE OF ASSOCIATION OF THE COMPANY

(i) Votes in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	10,77,112	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	2	0.0002



(iii) Invalid voted:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

RESOLUTION NO. 5 (SPECIAL RESOLUTION):

TO ISSUE COMPULSORY CUMULATIVE REDEEMABLE PREFERENCE SHARES AT A COUPON RATE OF 12.5% P.A., ON A PREFERENTIAL BASIS THROUGH PRIVATE PLACEMENT

(i) Votes in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	10,77,112	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	2	0.0002

(iii) Invalid voted:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

RESOLUTION NO. 6 (SPECIAL RESOLUTION):

APPOINTMENT OF MR. GURVINDER SINGH (DIN: 00085436) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

(i) Votes in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	10,77,112	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	2	0.0002



(iii) Invalid voted:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

RESOLUTION NO. 7 (SPECIAL RESOLUTION):

APPOINTMENT OF MRS. BARKHA CHHABRA (DIN: 10861044) AS A NON-EXECUTIVE INDEPENDENT WOMEN DIRECTOR OF THE COMPANY

(i) Votes in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
22	10,77,112	99.9998

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	2	0.0002

(iii) Invalid voted:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

The above-mentioned resolutions are deemed to be passed with requisite majority as on the date of 32nd Annual General Meeting of the Company i.e. December 31, 2024.

Thanking you,

Palak Desai



Palak Desai
Company Secretary
M. no. 16763
CP.No. 7426
UDIN: A016763F003545024
PR: 2535/2022

Date: 01/01/2025
Place: Mumbai