

September 30, 2024

To.

National Stock Exchange of India Limited

Listing Department, Exchange Plaza,

Bandra Kurla Complex

Bandra East,

Mumbai - 400 051

Fax Nos.: 26598237 / 26598238

To,

BSE Limited

Listing Department,

Phiroze Jeejebhoy Towers,

Dalal Street.

Mumbai - 400 001

Fax Nos.:22723121/2037/2039

Ref: Scrip Code: BSE – 532748/NSE – PFOCUS

Dear Sir/Madam,

Sub: Voting Results along with Scrutinizer's Report of the 27th Annual General Meeting ("AGM") of the Members of Prime Focus Limited ("the Company") pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Pursuant to Regulation 44 (3) of SEBI Listing Regulations, please find enclosed herewith the details regarding the voting results in the prescribed format along with the Consolidated Scrutinizer's Report on voting through electronic means (i.e. remote e-voting and voting at the Meeting), in respect of the 27th AGM of the members of the Company duly convened on **Monday**, **September 30**, **2024 at 12:30 P.M. (IST)** through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM") in compliance with the relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Further, please note that all the resolutions at the AGM were passed with requisite majority.

The Voting Results along with the Scrutinizer's Report dated September 30, 2024 are also made available on the Company's website at www.primefocus.com and CDSL's website at https://www.evotingindia.com.

Request you to take the above on your record.

Thanking you,

Yours faithfully, For Prime Focus Limited

Parina Shah Company Secretary & Compliance Officer

Encl.: As above



DETAILS OF VOTING RESULTS AT THE AGM AS PER THE FORMAT PRESCRIBED UNDER REGULATION 44 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

Sr. No.	Description	Particulars
A.	Day & Date of the 27 th AGM	Monday, September 30, 2024
B.	Total No. of shareholders on cut-off Date i.e. September 23, 2024	13,037
C.	No. of Shareholders present in the meeting either in person or through Proxy:	
	i) Promoters and promoter groupii) Public	Not Applicable
D.	No. of shareholders who attended the meeting through Video Conferencing:	
	i) Promoters and promoter group	2
	ii) Public	77



AGENDA WISE DETAILS:

			1 - To receive, cor	nsider and adopt:						
				andalone Financial S r with the Reports of				ear ended March		
				(b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of Auditors thereon.						
Resolution R	-									
		romoter group								
are intereste										
agenda/reso			No							
Category	Mode of									
	Voting									
	Voting									
				% of Votes Polled	No. of	No. of	% of Votes in	% of Votes		
		No. of shares	No. of votes	on outstanding	Votes – in	Votes –	favour on votes	against on votes		
		held	polled	shares	favour	Against	polled	polled		
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100		
	E-									
Promoter	Voting		194647528	92.8894	194647528	0	100.0000	0.0000		
and	Poll		0	0.0000	0	0	0.0000	0.0000		
Promoter	Postal	209547528								
Group	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		194647528	92.8894	194647528	0	100.0000	0.0000		
	E-									
	Voting		33592321	99.2249	33592321	0	100.0000	0.0000		
Public	Poll	33854743	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal	33034743								
	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		33592321	99.2249	33592321	0	100.0000	0.0000		
	E-									
	Voting		34203320	60.5318	34201878	1442	99.9958	0.0042		
Public Non	Poll	56504705	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal	30304703								
	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		34203320	60.5318	34201878	1442	99.9958	0.0042		
Total		299906976	262443169	87.5082	262441727	1442	99.9995	0.0005		



2 - To appoint a Director in place of Mr. Naresh Mahendranath Malhotra (DIN: 00004597), Director who Resolution Required: (Ordinary) retires by rotation and being eligible offers himself for re-appointment. Whether promoter/ promoter group are interested in the agenda/resolution? Yes Category Mode of Voting % of Votes in No. of No. of No. of No. of shares votes % of Votes Polled on Votes - in Votes favour on votes % of Votes against held polled outstanding shares favour polled on votes polled Against [3]={[2]/[1]}*100 [6]={[4]/[2]}*100 [7]={[5]/[2]}*100 [1] [2] [4] [5] E-0 Voting 194647528 92.8894 194647528 100.0000 0.0000 Promoter 0 Poll 0 0.0000 0 0.0000 0.0000 and 209547528 Promoter Postal Group Ballot 0 0 0.0000 0 0.0000 0.0000 Total 194647528 92.8894 194647528 0 100.0000 0.0000 Voting 33592321 99.2249 33580377 11944 99.9644 0.0356 Poll 0 0.0000 0 0 0.0000 0.0000 **Public** 33854743 Institutions **Postal Ballot** 0 0.0000 0 0.0000 0.0000 33592321 99.2249 33580377 11944 99.9644 0.0356 **Total** Voting 34203320 60.5318 34201682 1638 99.9952 0.0048 Poll 0 0.0000 0 0 0.0000 0.0000 **Public Non** 56504705 Institutions **Postal** Ballot 0.0000 0 0 0.0000 0.0000 0 Total 34203320 60.5318 34201682 1638 99.9952 0.0048 Total 299906976 262443169 87.5082 262429587 13582 99.9948 0.0052



	Resolution Required : (Special)		3 - To appoint Ms. Pooja Sood (DIN: 10590404) as an Independent Woman Director of the Company.							
			3 - To appoint Ms. I	Pooja Sood (DIN: 10590)404) as an Ind	ependent V	Voman Director of the	Company.		
Whether pron		noter group								
agenda/resolu			No							
Category	Mode		110							
,	of									
Voting										
				% of Votes Polled	No. of	No. of	% of Votes in			
		No. of shares	No. of votes	on outstanding	Votes – in	Votes –	favour on votes	% of Votes against		
		held	polled	shares	favour	Against	polled	on votes polled		
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100		
	E-									
Promoter	Voting	209547528	194647528	92.8894	194647528	0	100.0000	0.0000		
and	Poll		0	0.0000	0	0	0.0000	0.0000		
Promoter	Postal	209347328								
Group	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		194647528	92.8894	194647528	0	100.0000	0.0000		
	E-		22502224	00.3340	22502224	0	400,0000	0.0000		
	Voting		33592321	99.2249	33592321	0	100.0000	0.0000		
Public	Poll	33854743	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal									
	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		33592321	99.2249	33592321	0	100.0000	0.0000		
	E-		34203320	60.5318	34201743	1577	99.9954	0.0046		
Public Non Poll										
	POII	56504705	0	0.0000	0	0	0.0000	0.0000		
Institutions	Postal					_				
	Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		34203320	60.5318	34201743	1577	99.9954	0.0046		
Total		299906976	262443169	87.5082	262441592	1577	99.9994	0.0006		



4 - To appoint Mr. Bharat Dighe (DIN: 00203056) as an Independent Director of the Company. **Resolution Required: (Special)** Whether promoter/ promoter group are interested in the agenda/resolution? No Mode of Category Voting % of % of Votes Votes Polled on No. of against No. of shares No. of votes outstanding No. of Votes -Votes -% of Votes in favour on votes held polled shares in favour on votes polled Against polled [1] [2] [3]={[2]/[1]}*1 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[00 2]}*100 E-Voting 194647528 92.8894 194647528 0 100.0000 0.0000 Promoter Poll 0 0.0000 0 0 0.0000 0.0000 and 209547528 Promoter Group 0.0000 0 0.0000 0 0 0.0000 Postal Ballot 100.0000 0.0000 Total 194647528 92.8894 194647528 0 100.0000 E-Voting 33592321 99.2249 33592321 0 0.0000 Poll 0 0.0000 0 0 0.0000 0.0000 Public 33854743 Institutions Postal Ballot 0.0000 0 0 0.0000 0.0000 33592321 99.2249 33592321 0 Total 100.0000 0.0000 34203320 60.5318 34201747 1573 99.9954 0.0046 E-Voting 0 0.0000 0 0 0.0000 Poll 0.0000 **Public Non** 56504705 Institutions 0.0000 0.0000 **Postal Ballot** 0 0 0 0.0000 34203320 34201747 99.9954 Total 60.5318 1573 0.0046 99.9994 Total 299906976 262443169 87.5082 262441596 1573 0.0006



5 - To approve material related party transaction(s) between the Company and certain identified Resolution Required: (Ordinary) Related Parties of the Company. Whether promoter/ promoter group are interested in the agenda/resolution? No Category Mode of Voting % of % of Votes Votes against Polled on No. of No. of votes No. of Votes -% of Votes in favour No. of shares outstanding Votes – on votes held polled shares in favour Against on votes polled polled [1] [2] [3]={[2]/[1]}*1 [4] [5] [6]={[4]/[2]}*100 [7]={[5]/[00 2]}*100 E-Voting 0 0.0000 0 0 0.0000 0.0000 Promoter Poll 0 0.0000 0 0 0.0000 0.0000 and 209547528 Promoter Group 0.0000 0.0000 0.0000 Postal Ballot 0 0 0 **Total** 0 0.0000 0 0 0.0000 0.0000 E-Voting 33592321 99.2249 33421778 170543 99.4923 0.5077 0.0000 0 Poll 0 0 0.0000 0.0000 **Public** 33854743 Institutions Postal Ballot 0 0.0000 0 0 0.0000 0.0000 33592321 33421778 170543 **Total** 99.2249 99.4923 0.5077 34103320 60.3548 34101743 99.9954 0.0046 E-Voting 1577 Poll 0 0.0000 0 0 0.0000 0.0000 Public Non 56504705 Institutions Postal Ballot 0.0000 0 0 0.0000 0.0000 0 Total 34103320 60.3548 34101743 1577 99.9954 0.0046 Total 299906976 67695641 22.5722 67523521 172120 99.7457 0.2543



LIMITED

No. of shares held No. of votes held No.	Resolution Re	Resolution Required : (Ordinary)				transaction(s) betw		ndia Media Services Lim ne Company.	ited, a
Category Mode of Voting No. of Noting No. of Votes No. of Votes Polled on outstanding shares No. of Votes No.	•	•		No					
No. of shares held No. of votes polled No. of votes No. of		Mode of							% of Votes
Promoter and Promoter and Promoter Group Postal Ballot P					outstanding		Votes –		against on votes polled
Promoter and Promoter Group Postal Ballot Postal Ballot			[1]	[2]		[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/ [2]}*100
Politic Non Institutions Postal Ballot P		E-Voting		0	0.0000	0	0	0.0000	0.0000
Promoter Group Postal Ballot Postal Ball		Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions Postal Ballot Postal	Promoter	Postal Ballot	209547528	0	0.0000	0	0	0.0000	0.0000
Public Public Postal Ballot Postal Ballot Public Non Institutions Postal Ballot		Total		0	0.0000	0	0	0.0000	0.0000
Public Postal Ballot Postal Ballot Postal Ballot Public Non Institutions Postal Ballot Postal Ba		E-Voting		33592321	99.2249	33421778	170543	99.4923	0.5077
Postal Ballot Postal Ballo	Public	Poll		0	0.0000	0	0	0.0000	0.0000
E-Voting	Institutions	Postal Ballot	33854743	0	0.0000	0	0	0.0000	0.0000
Public Non Institutions Postal Ballot Po		Total		33592321	99.2249	33421778	170543	99.4923	0.5077
Public Non Institutions Postal Ballot 56504705 0 0.0000 0 0 0.0000		E-Voting		34103320	60.3548	34101743	1577	99.9954	0.0046
Institutions	Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
			56504705						0.0000
Total 299906976 67695641 22.5722 67523521 172120 99.7457		Total	2000055-5						0.0046 0.2543



7 - To approve material related party transaction(s) between Double Negative Montréal Productions Ltd., a subsidiary of the Company and certain identified Related Parties of the Company. **Resolution Required: (Ordinary)** Whether promoter/ promoter group are interested in the agenda/resolution? No Mode of Category Voting % of % of Votes Votes Polled on No. of against No. of shares No. of votes % of Votes in favour outstanding No. of Votes -Votes on votes held polled shares in favour on votes polled **Against** polled [6]={[4]/[2]}*100 [1] [2] [3]={[2]/[1]}*1 [4] [5] [7]={[5]/ 00 [2]}*100 E-Voting 0 0 0.0000 0 0.0000 0.0000 Promoter Poll 0 0.0000 0 0 0.0000 0.0000 and 209547528 Promoter 0.0000 0.0000 Group Postal Ballot 0 0 0 0.0000 0 0.0000 0 0 0.0000 0.0000 Total 33592321 E-Voting 99.2249 33421778 170543 99.4923 0.5077 0.0000 0.0000 Poll 0 0 0 0.0000 Public 33854743 Institutions Postal Ballot 0 0.0000 0 0 0.0000 0.0000 Total 33592321 99.2249 33421778 170543 99.4923 0.5077 E-Voting 34103320 60.3548 34101743 1577 99.9954 0.0046 0.0000 Poll 0 0 0 0.0000 0.0000 **Public Non** 56504705 Institutions **Postal Ballot** 0 0.0000 0 0 0.0000 0.0000 Total 34103320 60.3548 34101743 1577 99.9954 0.0046 Total 299906976 67695641 22.5722 67523521 172120 99.7457 0.2543



LIMITED

	moter/ p	(Ordinary) romoter group are da/resolution?			nsaction(s) between Do Parties of the Company		tive Limited, a subsi	olary of the
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2] }*100
	E- Voting		0	0.0000	0	0	0.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot	209547528	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E- Voting		33592321	99.2249	33421778	170543	99.4923	0.5077
Public	Poll	33854743	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	33634743	0	0.0000	0	0	0.0000	0.0000
	Total		33592321	99.2249	33421778	170543	99.4923	0.5077
	E- Voting		34103320	60.3548	34101743	1577	99.9954	0.0046
Public Non	Poll	56504705	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	56504705	0	0.0000	0	0	0.0000	0.0000
	Total		34103320	60.3548	34101743	1577	99.9954	0.0046
Total		299906976	67695641	22.5722	67523521	172120	99.7457	0.2543



Resolution Re	equired : (Ordina	ry)					Negative Canada Produ ies of the Company.	ctions
•	moter/ promoter the agenda/reso		No					
Category	Mode of Voting							
		No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*1 00	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/ [2]}*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot	209547528	0	0.0000 0.0000	0	0	0.0000	0.0000
	E-Voting		33592321	99.2249	33421778	170543	99.4923	0.5077
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	33854743	0	0.0000	0	0	0.0000	0.0000
	Total		33592321	99.2249	33421778	170543	99.4923	0.5077
	E-Voting		34103320	60.3548	34101743	1577	99.9954	0.0046
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	56504705	0 34103320	0.0000 60.3548	0 34101743	0 1577	0.0000	0.0000
Total	.000	299906976	67695641	22.5722	67523521	172120	99.7457	0.2543



Resolution Re	equired : (Ordina	ry)	10 - To approve ma Company and certa				S.A R.L., a subsidiary of	the
•	moter/ promoter the agenda/reso		No					
Category	Mode of Voting							
		No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*1 00	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/ [2]}*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter		209547528						
Group	Postal Ballot	-	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		33592321	99.2249	33421778	170543	99.4923	0.5077
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions		33854743						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33592321	99.2249	33421778	170543	99.4923	0.5077
	E-Voting		34103320	60.3548	34101732	1588	99.9953	0.0047
5 1 l' N	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions		56504705						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		34103320	60.3548	34101732	1588	99.9953	0.0047
Total		299906976	67695641	22.5722	67523510	172131	99.7457	0.2543



Resolution Re	equired : (Ordina	ry)	11 - To approve ma of the Company and				North America, Inc., a s yy.	ubsidiary
•	moter/ promoter the agenda/reso		No					
Category	Mode of Voting			W - 6 W- 1				% of
		No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*1 00	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	Votes against on votes polled [7]={[5]/ [2]}*100
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter	Poll	209547528	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		33592321	99.2249	33421778	170543	99.4923	0.5077
Public Institutions	Poll	33854743	0	0.0000	0	0	0.00	0.0000
	Postal Ballot	-	0	0.0000	0	0	0.0000	0.0000
	Total		33592321	99.2249	33421778	170543	99.4923	0.5077
	E-Voting	-	34103320	60.3548	34101732	1588	99.9953	0.0047
Public Non	Poll	-	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	56504705	0 34103320	0.0000 60.3548	0 34101732	0 1588	0.0000 99.9953	0.0000
Total	iotai	299906976	67695641	22.5722	67523510	172131	99.7457	0.2543

For Prime Focus Limited

Parina Shah Company Secretary & Compliance Officer

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067. Tel: 022- 49638648/ Email: csmehulraval@gmail.com

SCRUTINIZER'S REPORT

To, The Chairman,

PRIME FOCUS LIMITED,

Prime Focus House, Opp. Citi Bank, Linking Road, Khar – (West), Mumbai - 400052.

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 27th Annual General Meeting of Prime Focus Limited held on Monday, September 30, 2024, at 12:30 P.M. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OVAM').

I, **Mehul Raval**, Practicing Company Secretary, (Membership No.: ACS-18300 and Certificate of Practice No.: 24170) having office at Office No. 161, 2nd floor, Raghuleela Mega Mall, Kandivali West, Mumbai – 400 067 was appointed as Scrutinizer by the Board of Directors of **Prime Focus Limited** ("**the Company**") for the purpose of scrutinizing remote e-Voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ("**AGM**") 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 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") in respect of the below mentioned Resolutions proposed at the 27th Annual General Meeting of the Equity Shareholders of the Company held on Monday, September 30, 2024 at 12:30 p.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("**OAVM**"), submit my report as under:

The Ministry of Corporate Affairs ('MCA') vide its various circulars issued from time to time have permitted the holding of the AGM through VC/OAVM till September 30, 2024. I am familiar and well versed with the concept of electronic voting system as prescribed under the prescribed rules, SEBI Circulars and MCA Circulars.

The venue for the AGM was deemed to be held at the Registered office of the Company at Prime Focus House, Opp. Citi Bank, Linking Road, Khar (West), Mumbai- 400052. I submit my report as under:

MEHUL JAYANT RAVAL

Digitally signed by MEHUL JAYANT RAVAL Date: 2024.09.30 19:07:53 +05'30'

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067. Tel: 022- 49638648/ Email: csmehulraval@gmail.com

1. Dispatch of Notice convening the Meeting.

Pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for Financial Year 2023-24 was sent on 06th September, 2024 by e-mail to Shareholders who had registered their email- id's with Depositories/the Company. The Notice and Annual Report is also available on Company's website www.primefocus.com.

2. Cut-off Date

The Voting rights were reckoned as on **September 23, 2024** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting.

3. e-Voting

i. Agency:

The Company has appointed Central Depository Services (India) Limited ("CDSL") as the Agency for providing the e-Voting platform.

ii. Remote-Voting:

The remote e-Voting platform was open from 09:00 A.M. (IST) on Thursday, September 26, 2024 upto 5:00 P.M. (IST) on Sunday, September 29, 2024 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary & Special Resolutions, on the e-Voting platform provided by CDSL.

4. Counting Process:

- i. The vote cast under remote e-Voting facility was thereafter unblocked. I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the CDSL e-Voting system.
- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the list of equity shareholders who voted "For" or "Against" were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) (https://www.evotingindia.com).
- iii. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules thereunder and Listing Regulations relating to remote e-Voting and at the Meeting on the Resolutions contained in the Notice of the AGM.

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067. Tel: 022- 49638648/ Email: csmehulraval@gmail.com

- iv. My responsibility as scrutinizer for the remote e-Voting and the voting conducted through electronic voting at the meeting is restricted to scrutinize the E-voting process in fair and transparent manner and to prepare Scrutinizer's Report of the Votes cast on the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by the CDSL.
- v. Further, during the AGM, the facility to vote electronically was provided to facilitate those shareholders who were attending the meeting through VC/OAVM but did not participate in the Remote E-voting to record their votes.
- vi. The combined result of remote E-voting and E-voting is as under:

Resolution No. 1 - Ordinary Resolution

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.
- (b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of Auditors thereon.
- (i) Voted in favour of the Resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
108			262441727	99.9995

(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
8			1442	0.0005

(iii) Invalid votes

Number	of	members	Number of votes cast	% of total number of
voted			(Shares)	votes cast
Nil			Nil	Nil

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Resolution No. 2 - Ordinary Resolution

To appoint a Director in place of Mr. Naresh Mahendranath Malhotra (DIN: 00004597), Director who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
103			262429587	99.9948

(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
13			13582	0.0052

(iii) Invalid votes

Number	of	members	Number of votes of	cast	% of total number of
voted			(Shares)		votes cast
Nil			Nil		Nil

Resolution No. 3 - Special Resolution

To appoint Ms. Pooja Sood (DIN: 10590404) as an Independent Woman Director of the Company.

(i) Voted in favour of the Resolution:

	Number	of	members	Number of valid votes	% of total number of
	voted			cast (Shares)	valid votes cast
Ī	106			262441592	99.9994

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(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
10			1577	0.0006

(iii) Invalid votes

Number	of	members	Number of votes c	cast	% of total number of
voted			(Shares)		votes cast
Nil			Nil		Nil

Resolution No. 4 - Special Resolution

To appoint Mr. Bharat Dighe (DIN: 00203056) as an Independent Director of the Company.

(i) Voted in favour of the Resolution:

Number of members	Number of valid votes	% of total number of
voted	cast (Shares)	valid votes cast
106	262441596	99.9994

(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
10			1573	0.0006

(iii) Invalid votes

Number o	of	members	Number of votes	cast	% of total number of
voted			(Shares)		votes cast
Nil			Nil		Nil

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Resolution No. 5 – Ordinary Resolution

To approve material related party transaction(s) between the Company and certain identified Related Parties of the Company:

(i) Voted in favour of the Resolution:

Number of members	Number of valid votes	% of total number of
voted	cast (Shares)	valid votes cast
96	67523521	99.7457

(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
16			172120	0.2543

(iii) Invalid votes

Number	of	members	Number of vo	otes cast	% of total number of
voted			(Shares)		votes cast
Nil			Nil		Nil

Resolution No. 6 - Ordinary Resolution

To approve material related party transaction(s) between DNEG India Media Services Limited, a subsidiary of the Company and certain identified Related Parties of the Company.

(i) Voted in favour of the Resolution:

Number of mer	mbers Number of v	ralid votes % of total number of
voted	cast (Shares)	valid votes cast
96	67523521	99.7457

Practicing Company Secretary

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(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
16			172120	0.2543

(iii) Invalid votes

Number	of	members	Number of votes cast	% of total number of
voted			(Shares)	votes cast
Nil			Nil	Nil

Resolution No.7 - Ordinary Resolution

To approve material related party transaction(s) between Double Negative Montréal Productions Ltd., a subsidiary of the Company and certain identified Related Parties of the Company.

(i) Voted in favour of the Resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
96			67523521	99.7457

(ii) Voted against the resolution:

Number of members	Number of valid votes	% of total number of
voted	cast (Shares)	valid votes cast
16	172120	0.2543

(iii) Invalid votes

Number	of	members	Number of votes	cast	% of total number of
voted			(Shares)		votes cast
Nil			Nil		Nil

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Resolution No. 8 - Ordinary Resolution

To approve material related party transaction(s) between Double Negative Limited, a subsidiary of the Company and certain identified Related Parties of the Company.

(i) Voted in favour of the Resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
96			67523521	99.7457

(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
16			172120	0.2543

(iii) Invalid votes

Number	of	members	Number of votes	cast	% of total number of
voted			(Shares)		votes cast
Nil			Nil		Nil

Resolution No. 9 - Ordinary Resolution

To approve material related party transaction(s) between Double Negative Canada Productions Ltd., a subsidiary of the Company and certain identified Related Parties of the Company.

(i) Voted in favour of the Resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
96			67523521	99.7457

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(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
16			172120	0.2543

(iii) Invalid votes

Number	of	members	Number of votes cast	% of total number of
voted			(Shares)	votes cast
Nil			Nil	Nil

Resolution No. 10 - Ordinary Resolution

To approve material related party transaction(s) between DNEG S.A R.L., a subsidiary of the Company and certain identified Related Parties of the Company.

(i) Voted in favour of the Resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast (Shares)	valid votes cast
95			67523510	99.7457

(ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of		
voted			cast (Shares)	valid votes cast		
17			172131	0.2543		

(iii) Invalid votes

Number	of	members	Number of votes cast	% of total number of		
voted			(Shares)	votes cast		
Nil			Nil	Nil		

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Resolution No. 11 - Ordinary Resolution

To approve material related party transaction(s) between DNEG North America, Inc., a subsidiary of the Company and certain identified Related Parties of the Company

Voted in favour of the Resolution: (i)

Number of m	nembers	Number of valid votes	% of total number of		
voted		cast (Shares)	valid votes cast		
95		67523510	99.7457		

(ii) Voted against the resolution:

Number	Number of members		Number of valid votes	% of total number of		
voted			cast (Shares)	valid votes cast		
17			172131	0.2543		

Invalid votes (iii)

Number	of	members	Number of votes	cast	% of total number of		
voted		(Shares)		votes cast			
Nil			Nil		Nil		

The final analysis of the e-voting is annexed herewith as Annexure 'A'. All other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

MEHUL JAYANT RAVAL Date: 2024.09.30 19:10:37 +05'30'

Digitally signed by MEHUL JAYANT RAVAL

CS Mehul Raval

Practicing Company Secretary

ACS: 18300 **COP: 24170**

UDIN: A018300F001388262

Place: Mumbai

Date: September 30, 2024

Parina Shah

Company Secretary & Compliance Officer

Practicing Company Secretary

Office: 161, 2nd floor, Raghuleela Mega Mall, Kandivali – (West), Mumbai – 400 067. Tel: 022- 49638648/ Email: csmehulraval@gmail.com

Annexure A

RESULT SUMMARY

SR.	RESOLUTION	TYPE OF	FAVOUR	AGAINST
NO.		RESOLUTION	(%)	(%)
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 Auditors thereon.	Ordinary Resolution	99.9995	0.0005
	(b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of Auditors thereon.			
2.	To appoint a Director in place of Mr. Naresh Mahendranath Malhotra (DIN: 00004597), Director who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution	99.9948	0.0052
3.	To appoint Ms. Pooja Sood (DIN: 10590404) as an Independent Woman Director of the Company.	Special Resolution	99.9994	0.0006
4.	To appoint Mr. Bharat Dighe (DIN: 00203056) as an Independent Director of the Company.	Special Resolution	99.9994	0.0006
5.	To approve material related party transaction(s) between the Company and certain identified Related Parties of the Company.	Ordinary Resolution	99.7457	0.2543
6.	To approve material related party transaction(s) between DNEG India Media Services Limited, a subsidiary of the Company and certain identified Related Parties of the Company.	Ordinary Resolution	99.7457	0.2543
7.	To approve material related party transaction(s) between Double Negative Montréal Productions Ltd., a subsidiary of the Company and certain identified Related Parties of the Company.	Ordinary Resolution	99.7457	0.2543
8.	To approve material related party transaction(s) between Double Negative Limited, a subsidiary of the Company and certain identified Related Parties of the Company.	Ordinary Resolution	99.7457	0.2543

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9.	To approve material related party transaction(s) between Double Negative Canada Productions Ltd., a subsidiary of the Company and certain identified Related Parties of the Company.	Ordinary Resolution	99.7457	0.2543
10.	To approve material related party transaction(s) between DNEG S.A R.L., a subsidiary of the Company and certain identified Related Parties of the Company.	Ordinary Resolution	99.7457	0.2543
11.	To approve material related party transaction(s) between DNEG North America, Inc., a subsidiary of the Company and certain identified Related Parties of the Company.	Ordinary Resolution	99.7457	0.2543

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