

PCL/SE/9/2019-2020

26.09.2019

To,

The Corporate Relationship Department The Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, <u>Mumbai-400 001</u>	The General Manager- Listing National Stock Exchange of India Ltd. “Exchange Plaza”, Bandra-Kurla Complex, Bandra (East), <u>Mumbai-400 051</u>
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Symbol/Scrp Code: (BSE)530555/(NSE) PARACABLES

Subject: Proceedings, Voting Results and Scrutinizer Report for E-voting & Poll in respect of 25th AGM held on 24th September, 2019

Dear Sir/Madam

This is to inform you that the members at the 25th Annual General Meeting (AGM) of the Company held on Tuesday, 24th September, 2019 at 3.00 P.M., at Sri Sathya Sai International Centre, Pragati Vihar Institutional Area, Lodhi Road, New Delhi-110003, inter alia, have approved the following resolutions:

Ordinary Business:

1. To receive, consider and adopt the Audited Profit and Loss Account of the Company for the year ended 31st March, 2019 and the Balance Sheet as on that date, and the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
2. To appoint a Director in place of Mr. Sanjay Aggarwal (DIN: 00001788), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Special Business:

3. Re-appointment of Mr. Vijay Bhushan as Independent Director for another term of five years. **(Special Resolution)**
4. Appointment of Mr. Vijay Maheshwari as Independent Director for a term of five years **(Special Resolution)**
5. Revision in Remuneration of Sh. Sanjay Aggarwal, CEO & Chairman of the Company. **(Special Resolution)**
6. Revision in Remuneration of Sh. Sandeep Aggarwal, Managing Director of the Company. **(Special Resolution)**
7. Ratification of Remuneration of M/s Jain Sharma & Associates, Cost Accountant for the financial year 2019-20 **(Ordinary Resolution)**

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www.paramountcables.com
CIN : L74899DL1994PLC061295



Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by Institute of Company Secretary (ICSI), the Company had provided e-voting & polling facility to its Shareholders whose names appeared on the Register of Members of the Company as on cutoff date (i.e. 17th September, 2019) for the purpose of e-voting of the resolutions as set out in the Notice for the 25th Annual General Meeting of the Company.

The e-voting facility was made available to the members through National Securities Depository Limited (NSDL) portal and was kept open from 21st September, 2019 (9.00 A.M.) (1ST) to 23rd September, 2019 (5.00 P.M.) (1ST). In addition to the e-voting, polling was also conducted at the venue of the Annual General Meeting by distribution of ballot papers to the members attending the meeting in person or through proxy.

Mr. Abhishek Mittal, Proprietor of Abhishek Mittal & Associates, Company Secretaries was appointed as the scrutinizer to scrutinize e-voting and also the polling conducted by the Company through Ballot Paper at AGM and he has submitted his final consolidated report on the votes polled in e-voting and by poll at the AGM. Based on the report submitted by the scrutinizer, all the seven (7) resolutions set out in the notice of the 25th Annual General Meeting has been duly passed as per enclosed report of Scrutinizer.

This is for your information and records.

Thanking You

For Paramount Communications Limited


Rashi Goel
Company Secretary

Encl: Proceedings of AGM

Voting Results as per SEBI (LODR) Regulation, 2015

Scrutinizer(s) Report (MGT-13 and Combined Scrutinizer Report for e-voting & Poll)

General information about company	
Scrp code	530555
NSE Symbol	PARACABLES
MSEI Symbol	
ISIN	INE074B01023
Name of the company	Paramount Communications Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-09-2019
Start time of the meeting	03:00 PM
End time of the meeting	03:30 PM

For Paramount Communications Limited


Company Secretary

Scrutinizer Details	
Name of the Scrutinizer	Abhishek Mittal
Firms Name	Abhishek Mittal & Associates
Qualification	CS
Membership Number	F7273
Date of Board Meeting in which appointed	14-08-2019
Date of Issuance of Report to the company	25-09-2019

For Paramount Communications Limited


Company Secretary

Voting results	
Record date	17-09-2019
Total number of shareholders on record date	26777
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	15
b) Public	473
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	7
Disclosure of notes on voting results	

For Paramount Communications Limited


Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt the Audited Profit & Loss Account for the year ended 31st March 2019 and the Balance Sheet as on that date, and the reports of the Board of Directors and Auditors Report 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	97346957	97346957	100	97346957	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		97346957	97346957	100	97346957	0	100
Public-Institutions	E-Voting	2923126						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71513882	4060972	5.6786	4058572	2400	99.9409	0.0591
	Poll		37756	0.0528	36897	859	97.7249	2.2751
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		71513882	4098728	5.7314	4095469	3259	99.9205
Total		171783965	101445685	59.0542	101442426	3259	99.9968	0.0032
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

For Paramount Communications Limited


 Company Secretary

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

For Paramount Communications Limited


Company Secretary

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in Place of Mr. Sanjay Aggarwal (DIN: 00001788) who retires by rotation and being eligible offers himself for re-appointment				
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	97346957	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		97346957	0	0	0	0	0
Public-Institutions	E-Voting	2923126	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71513882	4060972	5.6786	4050870	10102	99.7512	0.2488
	Poll		37756	0.0528	36897	859	97.7249	2.2751
	Postal Ballot (if applicable)							
	Total		71513882	4098728	5.7314	4087767	10961	99.7326
Total		171783965	4098728	2.386	4087767	10961	99.7326	0.2674
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Paramount Communications Limited

Lakshmi
Company Secretary

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

For Paramount Communications Limited


Company Secretary

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Vijay Bhushan (DIN: 00002421) as Independent Director for another term of five years with effect from 1st April 2019 to 31st March, 2024				
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	97346957	97346957	100	97346957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		97346957	97346957	100	97346957	0	100
Public-Institutions	E-Voting	2923126						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71513882	4060972	5.6786	4050870	10102	99.7512	0.2488
	Poll		37756	0.0528	36897	859	97.7249	2.2751
	Postal Ballot (if applicable)							
	Total		71513882	4098728	5.7314	4087767	10961	99.7326
Total		171783965	101445685	59.0542	101434724	10961	99.9892	0.0108
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Paramount Communications Limited

 Company Secretary

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

For Paramount Communications Limited


Company Secretary

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Vijay Maheshwari (DIN : 00216687) as Independent Director of the Company for a period of 5 years from 1st April, 2019 till 31st March, 2024				
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	97346957	97346957	100	97346957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		97346957	97346957	100	97346957	0	100
Public-Institutions	E-Voting	2923126						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71513882	4060972	5.6786	4050872	10100	99.7513	0.2487
	Poll		37756	0.0528	36897	859	97.7249	2.2751
	Postal Ballot (if applicable)							
	Total		71513882	4098728	5.7314	4087769	10959	99.7326
Total		171783965	101445685	59.0542	101434726	10959	99.9892	0.0108
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Paramount Communications Limited



 Company Secretary

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

For Paramount Communications Limited


Company Secretary

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision in Remuneration of Mr. Sanjay Aggarwal, Chairman & CEO 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	97346957	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		97346957	0	0	0	0	0
Public- Institutions	E-Voting	2923126						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71513882	4060972	5.6786	4056472	4500	99.8892	0.1108
	Poll		37756	0.0528	36897	859	97.7249	2.2751
	Postal Ballot (if applicable)							
	Total		71513882	4098728	5.7314	4093369	5359	99.8693
Total		171783965	4098728	2.386	4093369	5359	99.8693	0.1307
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Paramount Communications Limited


Company Secretary

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

For Paramount Communications Limited


Company Secretary

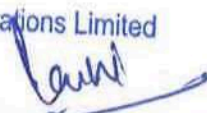
Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision in Remuneration of Sh. Sandeep Aggarwal, Managing Director of the Company				
Category	Mode 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	97346957	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		97346957	0	0	0	0	0
Public-Institutions	E-Voting	2923126						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71513882	4060972	5.6786	4050872	10100	99.7513	0.2487
	Poll		37756	0.0528	36897	859	97.7249	2.2751
	Postal Ballot (if applicable)							
	Total		71513882	4098728	5.7314	4087769	10959	99.7326
Total		171783965	4098728	2.386	4087769	10959	99.7326	0.2674
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Paramount Communications Limited

 Company Secretary

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

For Paramount Communications Limited


Company Secretary

Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of M/s Jain Sharma & Associates, Cost Accountants as the Cost Auditor of the Company for the FY 2019-20				
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	97346957	97346957	100	97346957	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		97346957	97346957	100	97346957	0	100
Public-Institutions	E-Voting	2923126						
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71513882	4060972	5.6786	4050972	10000	99.7538	0.2462
	Poll		37756	0.0528	36897	859	97.7249	2.2751
	Postal Ballot (if applicable)							
	Total		71513882	4098728	5.7314	4087869	10859	99.7351
Total		171783965	101445685	59.0542	101434826	10859	99.9893	0.0107
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Paramount Communications Limited

[Signature]
Company Secretary

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

For Paramount Communications Limited

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Company Secretary

PCL/SE/9/2019-2020

25.09.2019

To,

The Corporate Relationship Department The Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, <u>Mumbai-400 001</u>	The General Manager- Listing National Stock Exchange of India Ltd. "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), <u>Mumbai-400 051</u>
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Symbol/Scrp Code: (BSE)530555/(NSE) PARACABLES

Subject: Proceedings of 25th Annual General Meeting

Dear Sir/Madam,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), we wish to inform you that following Business were transacted at the 25th Annual General Meeting of the Company held on Tuesday, 24th Day of September, 2019 at Sri Sathya Sai International Center, Pragati Vihar, Institutional Area, Lodhi Road, New Delhi-110003.

1. Adoption of Annual Accounts of the Company as on March 31, 2019
2. Re-appointment of Mr. Sanjay Aggarwal (DIN 00001788), retiring by rotation and being eligible, offering himself for re-appointment.
3. Re-appointment of Mr. Vijay Bhushan as Independent Director for another term of five years
4. Appointment of Mr. Vijay Maheshwari as Independent Director for a term of five years
5. Revision in Remuneration of Sh. Sanjay Aggarwal, CEO & Chairman of the Company
6. Revision in Remuneration of Sh. Sandeep Aggarwal, Managing Director of the Company
7. To approve the Remuneration of the Cost Auditor for the Financial Year 2019-2020

The Business were transacted through remote e-voting and poll at the Annual General Meeting as required under the Companies Act, 2013 and SEBI Listing Regulations.

Thanking You
Paramount Communications Limited


Rashi Goel
Company Secretary
Email: rashi.goel@paramountcables.com

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www.paramountcables.com
CIN : L74899DL1994PLC061295

Summary of the Proceedings at the 25th Annual General Meeting of Paramount Communications Limited

The 25th Annual General Meeting (AGM) of the Company held on 24th September, 2019 at Sri Sathya Sai International Center, Pragati Vihar, Institutional Area, Lodhi Road, New Delhi-110003 at 3.00 PM.

Mr. Sanjay Aggarwal, Chairman & CEO, chaired the Meeting.

The requisite quoram as per the Articles of Association and section 103 of the Companies Act, 2013 are present Mr. Sanjay Aggarwal, Chairman & CEO of the Company declared the meeting in order.

Company Secretary informed that the Company had provided E-voting facilities on all resolutions set forth in the AGM notice and the same facility was available to the members from 21st September, 2019 (9.00 AM) to 23rd September 2019 (5.00 PM) and the facility of voting through ballot papers was also provided at the venue of the AGM

Company Secretary informed the members present at the meeting that the Company had appointed Mr. Abhishek Mittal Practicing Company Secretary, representing Abhishek Mittal & Associates as the scrutinizer to scrutinize the remote E-voting and poll process at the AGM in fair and Transparent manner.

The Members transacted the following business as provided below:

S.No.	Ordinary Business
1	Adoption of Annual Accounts of the Company as on March 31, 2019
2	Re-appointment of Mr. Sanjay Aggarwal (DIN 00001788), retiring by rotation and being eligible, offering himself for re-appointment.
	Special Business
3	Re-appointment of Mr. Vijay Bhushan as Independent Director for another term of five years.
4	Appointment of Mr. Vijay Maheshwari as Independent Director for a term of five years.
5	Revision in Remuneration of Sh. Sanjay Aggarwal, CEO & Chairman of the Company.
6	Revision in Remuneration of Sh. Sandeep Aggarwal, Managing Director of the Company.
7	To approve the Remuneration of the Cost Auditor for the Financial Year 2019-2020




The shareholders casted their votes on the Ballot paper distributed at the venue and the duly filled in ballot papers were dropped in the ballot box by the shareholders. On completion of the voting proceedings, the Scrutinizer took the custody of the Ballot boxes.

It was announced that the results of the meeting shall be declared within 48 hours. The members were informed that the results shall be displayed on the website of the Company within the afore-mentioned time. These results shall also be available at the website of the Stock Exchanges where the shares of the Company are listed, for the information of all concerned.

The meeting concluded with a vote of thanks to the Chair.

Thanking You

Paramount Communications Limited


Rashi Goel

Company Secretary

Email: rashi.goel@paramountcables.com

CONSOLIDATED SCRUTINIZER'S REPORT

To
The Chairman
Paramount Communications Limited
C-125 Naraina Industrial Area, Phase-1
New Delhi – 110 024

Sub.: Consolidated Scrutinizer's Report on Remote e-voting and voting through Ballot Paper at the 25th Annual General Meeting ("AGM") of the members of Paramount Communications Limited ("the Company") held on Tuesday, 24th September, 2019 at 03:00 p.m. at Sri Sathya Sai International Centre, Pragati Vihar, Institutional Area, Lodhi Road, New Delhi- 110 003.

Dear Sir,

1. I, Abhishek Mittal, Proprietor of Abhishek Mittal & Associates, Practising Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of Paramount Communications Limited ("the Company") for the purpose of scrutinizing the voting through:
 - (i) remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015; and
 - (ii) ballot paper at the AGM under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014on the resolutions contained in the Notice of the 25th AGM of the members of the Company, held on Tuesday, 24th September, 2019 at 03:00 p.m. at Sri Sathya Sai International Centre, Pragati Vihar, Institutional Area, Lodhi Road, New Delhi- 110 003.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to remote e-voting and voting by Ballot paper on the resolutions contained in the Notice to the 25th AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and for voting through ballot paper at the AGM is restricted to preparing a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice of AGM, based on the reports generated from the remote e-voting system provided by National Securities Depository Limited and voting through ballot paper conducted at the AGM.
3. The Company made arrangements with National Securities Depository Limited for providing a system of voting by the shareholders electronically through remote e-voting.



4. The Company has also provided voting facility to the shareholders who were present at the 25th AGM and who had not already cast their vote through remote e-voting facility to vote through Ballot paper.
5. The shareholders of the Company holding shares as on the “cut off” date i.e. 17th September, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.
6. After the conclusion of voting by ballot paper at the AGM venue, the votes cast thereat were counted. There after the votes cast under remote e-voting process were unblocked by me in the presence of two witnesses, Mr. Sumit Kumar S/o Sh. Joginder Thakur resident of H. No. A-15, Chopal Wali Gali, Shalimar Village, Delhi – 110 088 and Mr. Hitesh Khara S/o Sh. Nand Kishore Khara R/o A-76, 2nd Floor, West Patel Nagar, New Delhi- 110008 who were not in the employment of the Company and the e-voting results were downloaded from the e-voting website of NSDL
7. As requested by the management, I submit herewith Consolidated Scrutinizers’ Report on the results of remote e-voting together with that of voting by Ballot Paper as under:-

Item No. of Notice	Means of Voting	Total Votes	Invalid Votes	Valid Votes	Total Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Item No. 1: To receive, consider and adopt the Audited Profit & loss Account for the year ended 31st March, 2019 and the Balance sheet as on that date, and the reports of the Board of Directors and Auditors’ thereon. (As an Ordinary Resolution)	Remote E-voting	101407929	0	101407929	101405529	99.99	2400	0.01
	Poll	37756	0	37756	36897	97.72	859	2.28
	Total	101445685	0	101445685	101442426	99.99	3259	0.01
Item No. 2: To appoint a director in place of Mr. Sanjay Aggarwal (DIN: 00001788) who retires by rotation and being eligible, offers himself for re-appointment. (As an Ordinary Resolution)	Remote E-voting	101407929	97346957	4060972	4050870	99.75	10102	0.25
	Poll	37756	0	37756	36897	97.72	859	2.28
	Total	101445685	97346957	4098728	4087767	99.73	10961	0.27



Item No. 3: Re-appointment of Mr. Vijay Bhushan (having DIN: 00002421) as Independent Director for another term of five years with effect from 1st April, 2019 to 31st March, 2024 (As a Special Resolution)	Remote E-voting	101407929	0	101407929	101397827	99.99	10102	.01
	Poll	37756	0	37756	36897	97.72	859	2.28
	Total	101445685	0	101445685	101434724	99.99	10961	.01
Item No. 4: Appointment of Mr. Vijay Maheshwari (DIN:00216687) as Independent Director of the Company for a period of 5 (five) years from 1st April, 2019 till 31st March, 2024 (As a Special Resolution)	Remote E-voting	101407929	0	101407929	101397829	99.99	10100	.01
	Poll	37756	0	37756	36897	97.72	859	2.28
	Total	101445685	0	101445685	101434726	99.99	10959	.01
Item No. 5 Revision in Remuneration of Sh. Sanjay Aggarwal, CEO & Chairman of the Company (As a Special Resolution)	Remote E-voting	101407929	97346957	4060972	4056472	99.89	4500	0.11
	Poll	37756	0	37756	36897	97.72	859	2.28
	Total	101445685	97346957	4098728	4093369	99.87	5359	0.13
Item No. 6: Revision in Remuneration of Sh. Sandeep Aggarwal, Managing Director of the Company. (As a Special Resolution)	Remote E-voting	101407929	97346957	4060972	4050872	99.75	10100	0.25
	Poll	37756	0	37756	36897	97.72	859	2.28
	Total	101445685	97346957	4098728	4087769	99.73	10959	0.27
Item No. 7: Retification of remuneration of M/s Jain Sharma & Associates, Cost Accountants as the Cost Auditors of the Company for the Financial Year 2019-2020. (As an Ordinary Resolution)	Remote E-voting	101407929	0	101407929	101397929	99.99	10000	.01
	Poll	37756	0	37756	36897	97.72	859	2.28
	Total	101445685	0	101445685	101434826	99.99	10859	.01

All the Resolutions stand passed with Requisite Majority.

8. The electronic data and all other relevant records relating to remote e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman or his Authorized Representative considers, approves and signs the minutes of AGM.



Thanking you

For **Abhishek Mittal & Associates**



(CS Abhishek Mittal)
Practising Company Secretary
M. No.: F7273 C.P. No.: 7943

Place: New Delhi

Date: 25.09.2019

Witness 1:

Sumit Kumar
S/o: Sh. Joginder Thakur
R/o: H. No. A-15, Chopal Wali Gali
Shalimar Village, Delhi-110088

Witness 2:



Hitesh Khera
S/o: Sh. Nand Kishore Khera
R/o: – A-76, 2nd Floor,
West Patel Nagar, New Delhi- 110008

Counter Signed by
For Paramount Communications Limited



(Rashi Goel)
Company Secretary
M. No. F9577

FORM NO. MGT-13
SCRUTINIZER'S REPORT

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To
The Chairman
25th Annual General Meeting of the Shareholders of
Paramount Communications Limited
C-125 Naraina Industrial Area, Phase-1
New Delhi – 110 024
Held on 24th September, 2019 at 03:00 P.M.

Dear Sir,

I, Abhishek Mittal, Proprietor of Abhishek Mittal & Associates, Practising Company Secretaries have been appointed by the Board of Directors of Paramount Communications Limited (“the Company”) as a scrutinizer for the purpose of voting through Ballot on the below mentioned resolution(s), at the 25th Annual General Meeting (AGM) of the members of the Company, held on Tuesday, 24th September, 2019, at 03:00 p.m. at Sri Sathya Sai International Centre, Pragati Vihar, Institutional Area, Lodhi Road, New Delhi-110003.

I submit my Report as under:

1. After the time fixed for closing of the voting through Ballot by the Chairman, 2 (two) Ballot boxes kept for voting were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. No Ballot paper was incomplete and/or was otherwise found defective.
4. The Shareholders holding Shares as on the “cut-off” date i.e. 17th September 2019 were entitled to vote on the proposed Resolutions (Item no. 1 to 7) as set out in the Notice dated 14th August, 2019 of 25th AGM of Paramount Communications Limited.
5. I have duly examined the Register of Members, Specimen Signatures of the members, wherever applicable.



6. The Company had arranged for the Ballot papers and distributed them to the members present at the AGM.
7. I have kept the record of the Ballot papers received in response to the Ballot, by initialing it.
8. I have counted the votes cast on Ballot and have prepared this Report, addressed to the Chairman, stating votes in favour, against the Resolutions and invalid votes.
9. The result of the Ballot is as under:
 - a) **Resolution 1: To receive, consider and adopt the Audited Profit & loss Account for the year ended 31st March, 2019 and the Balance sheet as on that date, and the reports of the Board of Directors and Auditors' thereon. (As an Ordinary Resolution)**

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
9	36897	97.72

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
9	859	2.28

(iii) Invalid Votes:

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
0	0



b) **Resolution 2: To appoint a director in place of Mr. Sanjay Aggarwal (DIN: 00001788) who retires by rotation and being eligible, offers himself for re-appointment. (As an Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
9	36897	97.72

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
9	859	2.28

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
0	0

c) **Resolution 3: Re-appointment of Mr. Vijay Bhushan (having DIN: 00002421) as Independent Director for another term of five years with effect from 1st April, 2019 to 31st March, 2024 (As a Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
9	36897	97.72

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast against
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(in person or by proxy)		
9	859	2.28

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
0	0

d) **Resolution 4: Appointment of Mr. Vijay Maheshwari (DIN:00216687) as Independent Director of the Company for a period of 5 (five) years from 1st April, 2019 till 31st March, 2024 (As a Special Resolution)**

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
9	36897	97.72

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
9	859	2.28

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
0	0

e) **Resolution 5: Revision in Remuneration of Sh. Sanjay Aggarwal, CEO & Chairman of the Company (As a Special Resolution)**



(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
9	36897	97.72

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
9	859	2.28

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
0	0

f) **Resolution 6: Revision in Remuneration of Sh. Sandeep Aggarwal, Managing Director of the Company. (As a Special Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
9	36897	97.72

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
9	859	2.28



(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
0	0

g) **Resolution 7: Ratification of remuneration of M/s Jain Sharma & Associates, Cost Accountants as the Cost Auditors of the Company for the Financial Year 2019-2020. (As an Ordinary Resolution)**

(i) Voted in **favour** of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast in favour
9	36897	97.72

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast against
9	859	2.28

(iii) **Invalid Votes:**

Number of members voted (in person or by proxy) whose votes were declared invalid	Total Number of invalid votes cast by them
0	0

10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

11. The Ballot papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.



Thanking you

For **Abhishek Mittal & Associates**



(CS Abhishek Mittal)

Practising Company Secretaries

M. No. : F7273 CP No. : 7943

Place: New Delhi

Date: 25.09.2019

Counter Signed by
For **Paramount Communications Limited**



(Rashi Goel)

Company Secretary

M. No. F9577

Authorized Person