

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

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

August 27, 2022

Dear Sir/Madam,

Re: Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 - Details of Voting Results of 29th Annual General Meeting (AGM) of the Company and Scrutinizer's report

This is to inform that the 29th Annual General Meeting of the Company was held on Friday, August 26, 2022 at 3 pm through VC/OAVM. In accordance with the Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, details of voting results of the AGM are enclosed as per the prescribed format.

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

Sr. No.	Description	Particulars			
1	Date of AGM	August 26, 2022			
2	Book Closure	August 19, 2022 to August 26, 2022			
3	Total number of Shareholders on record date	8,858			
4	No. of Shareholders present in the meeting either in person or through proxy				
	Shareholders	In person	Proxy	Video Conference	Total
	Promoter and promoter group	0	0	6	6
	Public	0	0	44	44
	Total	0	0	50	50

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

Thanking you,
Yours sincerely,
For Prtish Nandy Communications Limited

Santosh Gharat
Company Secretary & Compliance Officer

ANNEXURE

The Shareholders transacted the following business:

Ordinary resolutions:

1. To receive, consider and adopt:
 - a. the audited financial statements of the Company for the financial year ended March 31, 2022, together with the reports of the Board of Directors and the auditors thereon; and
 - b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2022, together with the report of the auditors thereon.
2. To re-appoint a Director in place of Rangita Pritish Nandy, who retires by rotation and being eligible, offers herself for re-appointment.
3. To re-appoint BD Jokhakar & Co., Chartered Accountants, Statutory Auditors of the Company for another term of 5 years

Special Resolutions:

1. To re-appoint Mr Raghu Palat, Independent Director of the Company for another term of 5 years and also consent him to continue after attaining 75 years of his age
2. To give consent to Mr Pritish Nandy, Non-Executive Director of the Company to continue to hold office after attaining 75 years of his age during the year

All the resolutions were approved by requisite majority.

The Shareholders transacted the business is provided in the Annexure.

Request you to kindly take the same on record.

Thanking you,
Yours sincerely,
For Pritish Nandy Communications Limited

Santosh Gharat
Company Secretary & Compliance Officer

Prithish Nandy Communications Limited

Resolution Required : (Ordinary)			1 - To receive, consider and adopt: a. the audited financial statements for the financial year ended March 31, 2022 together with the reports of the Board of Directors and the Auditors					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7934141	2337138	29.4567	2337138	0	100.0000	0.0000
	Poll		5597003	70.5433	5597003	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	135150	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6397709	1782273	27.8580	1782273	0	100.0000	0.0000
	Poll		169556	2.6503	169556	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1951829	30.5083	1951829	0	100.0000	0.0000
Total		14467000	9885970	68.3346	9885970	0	100.0000	0.0000



Santosh

Prithish Nandy Communications Limited

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Rangita Prithish Nandy who retires by rotation and being eligible, offers herself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7934141	2337138	29.4567	2337138	0	100.0000	0.0000
	Poll		5597003	70.5433	5597003	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	135150	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6397709	1782273	27.8580	1782273	0	100.0000	0.0000
	Poll		169556	2.6503	169556	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1951829	30.5083	1951829	0	100.0000	0.0000
Total		14467000	9885970	68.3346	9885970	0	100.0000	0.0000



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Prithish Nandy Communications Limited

Resolution Required : (Ordinary)			3 - To re-appoint BD Jokhakar & Co., Chartered Accountants, Statutory Auditors of the Company for another term of 5 years					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7934141	2337138	29.4567	2337138	0	100.0000	0.0000
	Poll		5597003	70.5433	5597003	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	135150	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6397709	1782273	27.8580	1782023	250	99.9860	0.0140
	Poll		169556	2.6503	169556	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1951829	30.5083	1951579	250	99.9872	0.0128
Total		14467000	9885970	68.3346	9885720	250	99.9975	0.0025



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Pritish Nandy Communications Limited

Resolution Required : (Special)			4 - To re-appoint Mr Raghu Palat, Independent Director of the Company for another term of 5 years and also consent him to continue after attaining 75 years of his age					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7934141	2337138	29.4567	2337138	0	100.0000	0.0000
	Poll		5597003	70.5433	5597003	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	135150	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6397709	1782273	27.8580	1781828	445	99.9750	0.0250
	Poll		169556	2.6503	169556	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1951829	30.5083	1951384	445	99.9772	0.0228
Total		14467000	9885970	68.3346	9885525	445	99.9955	0.0045



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Pritish Nandy Communications Limited

Resolution Required : (Special)			5 - To give consent to Mr Pritish Nandy, Non-Executive Director of the Company to continue to hold office after attaining 75 years of his age during the year					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7934141	2337138	29.4567	2337138	0	100.0000	0.0000
	Poll		5597003	70.5433	5597003	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7934141	100.0000	7934141	0	100.0000	0.0000
Public Institutions	E-Voting	135150	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	6397709	1782273	27.8580	1781829	444	99.9751	0.0249
	Poll		169556	2.6503	169556	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1951829	30.5083	1951385	444	99.9773	0.0227
Total		14467000	9885970	68.3346	9885526	444	99.9955	0.0045



Santosh

V. N. DEODHAR & CO.

Company Secretaries

V.N.DEODHAR

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

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

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**REPORT OF SCRUTINIZER
ON REMOTE E-VOTING, E-VOTING PROCESS AT
THE ANNUAL GENERAL MEETING OF
PRITISH NANDY COMMUNICATIONS LIMITED
FOR 29TH ANNUAL GENERAL MEETING**

To,

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

Corporate Identity Number (CIN): L22120MH1993PLC074214

I, V. N. Deodhar, proprietor of M/s V. N. Deodhar & Co., Company Secretaries having office at 4/3 Radha, 1st Floor, Shastri Hall, Grant Road (West), Mumbai 400007 have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting and e-voting process at the 29th Annual General Meeting ("AGM") in a fair and transparent manner for the business contained in the Notice of 29th AGM of the company held on Friday, 26th August, 2022 at 3.00 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and issuing a report on remote e-voting as well as e-voting process at the 29th AGM carried out as per the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Amendments made thereto, read with MCA General circular No. 14/2020 dated April 8, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 20/2020 dated May 5, 2020 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

The Company sought approval of Members to the Resolutions through remote e-voting and e-voting process at the 29th AGM:

1. The remote e-voting period commenced at 9.00 a.m. on 23rd August, 2022 and ended at 5.00 p.m. on 25th August, 2022 and the same was disabled thereafter.
2. Voting rights were on the paid-up value of shares registered in the name of the member as on the Cut Off date i.e. 19th August, 2022.



3. Members holding shares as on the “Cut Off” date i.e. 19th August, 2022 were entitled to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the 29th AGM of the Company.
4. The facility of voting through e-voting process during the 29th AGM was provided to facilitate those members present in the meeting and had not participated in the remote e-voting to record their votes.
5. After the conclusion of the 29th AGM the votes cast through remote e-voting and e-voting during the AGM were unblocked in the presence of two witnesses, namely, CA. Hrushikesh V. Deodhar and Mr. Ajit V. Ukidwe, who acted as witnesses and who are not in the employment of the Company.
6. Thereafter, I as a scrutinizer duly compiled the details of remote e-voting and e-voting process done by the members at the 29th AGM, the details of which are as follows:

ORDINARY BUSINESS

RESOLUTION No.1

1. To receive, consider and adopt:
 - a. the audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of directors and the Auditors thereon, and
 - b. the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the report of the Auditors thereon.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4119411	100	0	0
Voting at the meeting through e-voting system	5766559	100	0	0
Total	9885970	100	0	0



RESOLUTION No. 2

2. To appoint a Director in place of Rangita Prithish Nandy who retires by rotation and being eligible, offers herself for re-appointment.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4119411	100	0	0
Voting at the meeting through e-voting system	5766559	100	0	0
Total	9885970	100	0	0

RESOLUTION No. 3

3. To re-appoint BD Jokhakar & Co., Chartered Accountants, Statutory Auditors of the Company for another term of 5 years.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4119161	99.99	250	0.01
Voting at the meeting through e-voting system	5766559	100.00	0	0
Total	9885720	100.00	250	0

SPECIAL BUSINESS

RESOLUTION No.4

4. To re-appoint Mr. Raghu Palat, Independent Director of the Company for another term of 5 years and also consent him to continue after attaining 75 years of his age.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4118966	99.99	445	0.01
Voting at the meeting through e-voting system	5766559	100.00	0	0
Total	9885525	100.00	445	0



RESOLUTION No.5

5. To give consent to Mr. Pritish Nandy, Non-Executive Director of the Company for continuing to hold office after attaining 75 years of his age.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4118967	99.99	444	0.01
Voting at the meeting through e-voting system	5766559	100.00	0	0
Total	9885526	100.00	444	0

All the resolutions mentioned in the notice of the 29th Annual General Meeting dated 28th July, 2022 stand passed under Remote E-voting and E-voting conducted at the Annual General Meeting with the requisite majority and hence deemed to be passed as on the date of Annual General Meeting.

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



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

UDIN: F001880D000857999

Place: Mumbai

Dated: 26th August 2022.

The following were the witnesses to the unblocking of votes cast through remote e-voting and e-voting process at the 29th AGM.

(HRUSHIKESH V. DEODHAR.)

(AJIT V. UKIDWE)