

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

September 25, 2021

Dear Sir/Madam,

Re: Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 – Details of Voting Results of 28th Annual General Meeting (AGM) of the Company

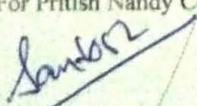
This is to inform that the 28th Annual General Meeting of the Company was held on Friday, September 24, 2021 at 3.00 p.m. through VC/OAVM. In accordance with the Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, details of voting results of the AGM are enclosed as per the prescribed format.

Further, we are also enclosing the Scrutinizers 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	September 24, 2021			
2	Book Closure	September 18, 2021 to September 24, 2021			
3	Total number of Shareholders on record date	8,776			
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	05	5
	Public	0	0	29	29
	Total	0	0	34	34

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



ANNEXURE

The shareholders transacted the following business

Ordinary resolution:

1. To receive, consider and adopt:
 - a. the audited financial statements of the Company for the financial year ended March 31, 2021, 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, 2021, together with the report of the auditors thereon.
2. To re-appoint a Director in place of Pallab Bhattacharya, who retires by rotation and being eligible, offers himself for re-appointment.

Special Resolution:

3. To appoint Mr Sunil Alagh, Independent director of the Company who has been appointed as an additional director effective from April 6, 2021 for term of 5 years.
4. To appoint Mr Karan Ahluwalia, Independent director of the Company who has been appointed as an additional director effective from April 6, 2021 for term of 5 years.

All the resolutions were approved by requisite majority.

For Pritish Nandy Communications Limited


Santosh Gharat
Company Secretary & Compliance Officer



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.

Tel. : 2385 0364

Fax : 2386 1709

E-mail : vndeodhar@gmail.com

**REPORT OF SCRUTINIZER
ON REMOTE E-VOTING, E-VOTING PROCESS AT
THE ANNUAL GENERAL MEETING OF
PRITISH NANDY COMMUNICATIONS LIMITED
FOR 28TH 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 28th Annual General Meeting ("AGM") in a fair and transparent manner for the business contained in the Notice of 28th AGM of the company held on Friday, 24th September, 2021 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 28th 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 28th AGM:

1. The remote e-voting period commenced at 9.00 a.m. on 21st September, 2021 and ended at 5.00 p.m. on 23rd September, 2021 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. 17th September, 2021.
3. Members holding shares as on the “Cut Off” date i.e. 17th September, 2021 were entitled to vote on the proposed 4 (Four) Resolutions as mentioned in the Notice of the 28th AGM of the Company.
4. The facility of voting through e-voting process during the 28th 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 28th 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 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 28th 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, 2021 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, 2021 together with the report of the Auditors thereon.
 - c.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4223542	100.00	1	0
Voting at the meeting through e-voting system	4121455	100.00	0	0
Total	8344997	100.00	1	0



RESOLUTION No. 2

2. To appoint a Director in place of Mr. Pallab Bhattacharya (DIN: 00008277) who retires by rotation and being eligible offers himself for reappointment.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4223354	99.9998	9	0.0002
Voting at the meeting through e-voting system	4121455	100.00	0	0
Total	8344809	99.9999	9	0.0001

SPECIAL BUSINESS

RESOLUTION No. 3

3. To consider and if thought fit, to pass with or without modification, the following Resolution as a **SPECIAL RESOLUTION**:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules framed thereunder, read with Schedule IV of the Act and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR”), Mr. Sunil Alagh (DIN 00103320), be appointed as an Independent Director, for a term of five years upto April 5, 2026, as per the provisions of the Act and Rules framed thereunder and LODR, and in respect of whom, the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for term of five years with effect from April 6, 2021 to April 5, 2026.

FURTHER RESOLVED that pursuant to Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable provisions, if any, of the Act and Rules framed thereunder, consent of Members be and is hereby accorded to Mr. Sunil Alagh, to continue to hold office of Independent Director of the Company till completion of his term ending on April 5, 2026 notwithstanding that Mr. Sunil Alagh would have attained 75 years of age earlier.

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4223534	99.9998	9	0.0002
Voting at the meeting through e-voting system	4121455	100.00	0	0
Total	8344989	99.9999	9	0.0001



SPECIAL BUSINESS

RESOLUTION No.4

4. To consider and if thought fit, to pass with or without modification, the following Resolution as a **SPECIAL RESOLUTION**:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Rules framed thereunder, read with Schedule IV of the Act and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR”), Mr. Karan Ahluwalia (DIN 01319174), be appointed as an Independent Director, for a term of five years upto April 5, 2026, as per the provisions of the Act and Rules framed thereunder and LODR, and in respect of whom, the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for term of five years with effect from April 6, 2021 to April 5, 2026. “

Manner of voting	Votes in favour of the Resolution		Votes against the Resolution	
	Nos.	%	Nos.	%
Total Votes through Remote E-voting	4223362	100.00	1	0
Voting at the meeting through e-voting system	4121455	100.00	0	0
Total	8344817	100.00	1	0

All the resolutions mentioned in the notice of the 28th Annual General Meeting dated 11th August, 2021 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: F001880C001004717
Place: Mumbai
Dated: 24th September 2021.**

The following were the witnesses to the unblocking of votes cast through remote e-voting and e-voting process at the 28th AGM.

(HRUSHIKESH V. DEODHAR.)

(AJIT V. UKIDWE)

Prithish Nandy Communications Limited

1 - A The audited financial statements of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and the Auditors thereon; and

Resolution Required : (Ordinary)

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
Promoter and Promoter Group	E-Voting	7934141	3862138	48.6775	3862138	0	100.0000	0.0000
	Poll		4072003	51.3225	4072003	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	135000	40000	29.6296	40000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40000	29.6296	40000	0	100.0000	0.0000
Public Non Institutions	E-Voting	6397859	321405	5.0236	321404	1	99.9997	0.0003
	Poll		49452	0.7729	49452	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		370857	5.7965	370856	1	99.9997	0.0003
Total		14467000	8344998	57.6830	8344997	1	100.0000	0.0000



Pritish Nandy Communications Limited

Resolution Required : (Ordinary) 2 - To appoint a Director in place of Mr Pallab Bhattacharya (DIN:00008277) who retires by rotation and being eligible, offers himself for re-appointment

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	3862138	48.6775	3862138	0	100.0000	0.0000
	Poll		4072003	51.3225	4072003	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	135000	40000	29.6296	40000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40000	29.6296	40000	0	100.0000	0.0000
Public Non Institutions	E-Voting	6397859	321225	5.0208	321216	9	99.9972	0.0028
	Poll		49452	0.7729	49452	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		370677	5.7937	370668	9	99.9976	0.0024
Total		14467000	8344818	57.6817	8344809	9	99.9999	0.0001



Pritish Nandy Communications Limited

Resolution Required : (Special)

3 - To appoint Mr Sunil Alagh (DIN:00103320) as an additional and independent director

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	3862138	48.6775	3862138	0	100.0000	0.0000
	Poll		4072003	51.3225	4072003	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	135000	40000	29.6296	40000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40000	29.6296	40000	0	100.0000	0.0000
Public Non Institutions	E-Voting	6397859	321405	5.0236	321396	9	99.9972	0.0028
	Poll		49452	0.7729	49452	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		370857	5.7965	370848	9	99.9976	0.0024
Total		14467000	8344998	57.6830	8344989	9	99.9999	0.0001



Prithish Nandy Communications Limited

Resolution Required : (Special)

4 - To appoint Mr. Karan Ahluwalia (DIN:01319174) as an additional and independent director,

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of Votes	No. of Votes	% of Votes in	% of Votes against
			polled	on outstanding shares	- in favour	-Against	favour on votes polled	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	3862138	48.6775	3862138	0	100.0000	0.0000
	Poll		4072003	51.3225	4072003	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	135000	40000	29.6296	40000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40000	29.6296	40000	0	100.0000	0.0000
Public Non Institutions	E-Voting	6397859	321225	5.0208	321224	1	99.9997	0.0003
	Poll		49452	0.7729	49452	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		370677	5.7937	370676	1	99.9997	0.0003
Total		14467000	8344818	57.6817	8344817	1	100.0000	0.0000

