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**MOHIT KUMAR GOYAL**  
B.Com. (Hons), ACS  
PARTNER

**D. HANUMANTA RAJU & CO.**  
COMPANY SECRETARIES

### Scrutinizer(s) Combined Report

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman of 24<sup>th</sup> Annual General Meeting of the members of  
PVP Ventures Limited (the Company) held on the 29<sup>th</sup> day of September, 2015 at 10.00 AM at  
Hotel Green Park, Vauhini Hall, No. 183, NSK Salai, Arcot Road, Vadapalani, Chennai 600 026,  
Tamil Nadu, India.

Dear Sir,

We D.Hanumanta Raju & Co, Company Secretaries, having our office at B-13, F-1 & F-2, P.S.Nagar, Vijayanagar Colony, Hyderabad – 500 057, have been appointed as Scrutinizers of PVP Ventures Limited (“the Company”) having its Registered Office at KRM Centre, 9th Floor, Door No. 2, Harrington Road, Chetpet, Chennai, Tamil Nadu – 600 031 for the purpose of scrutinizing the e- voting process, postal ballot and physical ballot process in a fair and transparent manner & ascertaining the requisite majority on e-voting and ballot carried out as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the (Management and Administration) Rules, 2014 as amended from time to time on below mentioned resolution(s), at the 24<sup>th</sup> Annual General Meeting of the Equity shareholders of PVP Ventures Limited held on Tuesday, 29<sup>th</sup> day of September, 2015 at 10.00AM at Hotel Green Park, Vauhini Hall, No. 183, NSK Salai, Arcot Road, Vadapalani, Chennai 600 026, Tamil Nadu, India. We submit our report as under:

1. The e-voting period remained opened from Saturday, 26<sup>th</sup> September, 2015 (09.00 A.M) to Monday, 28<sup>th</sup> September, 2015 (05.00 P.M)
2. The shareholders holding shares as on the “cut off” date i.e. 22<sup>nd</sup> September, 2015 were entitled to vote through e-voting and those who were present on the date of AGM, and not opted to vote through e-voting were entitled to vote through physical ballot process on the resolution(s) 1 to 5 as set out in the Notice of 24<sup>th</sup> AGM of PVP Ventures Limited.
3. The remote e-voting was closed at 28<sup>th</sup> September, 2015 at 5.00 P.M. The votes cast were unblocked on 29<sup>th</sup> September, 2015 at 10:46 AM in the presence of two witnesses, Ms Shaik Razia and Ms. Sanjana Goel who are not in the employment of the company.

Thereafter, the details containing, inter-alia list of equity shareholders, who voted “for” and “against” were downloaded from the e-voting website of Karvy Computershare Private Limited.



4. No ballots were received through post.
5. Further, on the date of Annual General Meeting, 49 members have voted through physical ballot process.
6. The result of e-voting as well as physical ballot is as under:

1. **Ordinary Resolution to receive, consider and adopt the Audited Financial Statements (including consolidated financial statements) for the financial year ended March 31, 2015 and the Reports of the Board of Directors and the Auditors thereon.**

i. Voted in favour of resolution:

Number of members voted	Number of votes cast	% of total number of valid votes cast
61	148690559	100

ii. Voted against the resolution

Number of members voted	Number of votes cast	% of total number of valid votes cast
0	0	0

iii. Invalid votes (Including abstained votes):

Number of members whose votes were declared invalid	Number of votes cast
1	2

2. **Ordinary Resolution to appoint M/s. CNGSN & Associates LLP, Chartered Accountants, Chennai(FRN: 004915S) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration as may be decided by the Board of Directors.**



i. **Voted in favour of the resolution:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
61	148690559	100

ii. **Voted against the resolution:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
0	0	0

iii. **Invalid votes (Including abstained votes):**

Number of members whose votes were declared invalid	Number of votes cast
1	2

3. **Ordinary Resolution for appointment of Mrs. P. Sai Padma as Director liable to retire by rotation**

i. **Voted in favour of the resolution**

Number of members voted	Number of votes cast	% of total number of valid votes cast
61	148690559	100

ii. **Voted against the resolution:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
0	0	0

iii. **Invalid votes(Including abstained votes):**

Number of members whose votes were declared invalid	Number of votes cast
1	2



**4. Special Resolution for Corporate Guarantee and/or Collateral Security extended and to be extended to M/s. Picturehouse Media Limited**

**i. Voted in favour of the resolution**

Number of members voted	Number of votes cast	% of total number of valid votes cast
54*	914466*	100

**ii. Voted against the resolution:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
0	0	0

**iii. Invalid votes (Including abstained votes):**

Number of members whose votes were declared invalid	Number of votes cast
1	2

**5. Special resolution for Corporate Guarantee or Collateral Security to Subsidiary Companies.**

**i. Voted in favour of the resolution**

Number of members voted	Number of votes cast	% of total number of valid votes cast
54*	914466*	100

**ii. Voted against the resolution:**

Number of members voted	Number of votes cast	% of total number of valid votes cast
0	0	0

**iii. Invalid votes (Including abstained votes):**

Number of members whose votes were declared invalid	Number of votes cast
1	2

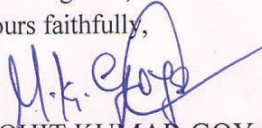


6. The register, all other papers and relevant records relating to e-voting and physical ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to Mr. GSV Ranga, Head – Legal and Company Secretary for safe keeping.

**Note:** \* These resolutions pertain to related party transactions and hence as required under Clause 49, votes casted by the related parties holding 14,77,76,093 shares in 7 (Seven) Folios have not been considered.

Thanking You,

Yours faithfully,

  
MOHIT KUMAR GOYAL  
ACS: 32655, C.P. No: 12751  
PARTNER  
D. HANUMANTA RAJU & CO.  
COMPANY SECRETARIES



Place: Hyderabad

Date: 30.09.2015