

# 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 OF**  
**PRITISH NANDY COMMUNICATIONS LIMITED**  
**FOR 27<sup>TH</sup> 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 27<sup>th</sup> Annual General Meeting ("AGM") in a fair and transparent manner for the business contained in the Notice of 27<sup>th</sup> AGM of the company held on Thursday, 17th December, 2020 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 27<sup>th</sup> 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 27<sup>th</sup> AGM:

1. The remote e-voting period commenced at 9.00 a.m. on 14<sup>th</sup> December, 2020 and ended at 5.00 p.m. on 16th December, 2020 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. 10<sup>th</sup> December, 2020.
3. Members holding shares as on the “Cut Off” date i.e. 10th December, 2020 were entitled to vote on the proposed 3 (Three) Resolutions as mentioned in the Notice of the 27<sup>th</sup> AGM of the Company.
4. The facility of voting through e-voting process during the 27<sup>th</sup> 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 27<sup>th</sup> 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 27<sup>th</sup> AGM, the details of which are as follows:

## ORDINARY BUSINESS

### RESOLUTION No.1

To receive, consider and adopt:

- a. the audited Financial Statements of the Company for the financial year ended March 31, 2020 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, 2020 together with the report of the Auditors thereon.

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes
	No. of Members	Nos.	%	No. of Members	Nos.	%	Nos.
Total Votes through Remote E-voting	44	8818207	100	0	0	0	0
Voting at the meeting through e-voting process	0	0	0	0	0	0	0
<b>Total</b>	<b>44</b>	<b>8818207</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



**RESOLUTION No. 2**

To appoint a Director in place of Ms. Rangita Pritish Nandy (DIN-00005690), 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			Invalid votes
	No. of Members	Nos.	%	No. of Members	Nos.	%	Nos.
Total Votes through Remote E-voting	38	2499782	100	0	0	0	0
Voting at the meeting through e-voting process	0	0	0	0	0	0	0
<b>Total</b>	<b>38</b>	<b>2499782</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**SPECIAL BUSINESS**

**RESOLUTION No. 3**

To re-appoint Pallab Bhattacharya (DIN-00008277) and Ms. Rangita Pritish Nandy (DIN-00005690) for another term of five years.

Manner of voting	Votes in favour of the Resolution			Votes against the Resolution			Invalid votes
	No. of Members	Nos.	%	No. of Members	Nos.	%	Nos.
Total Votes through Remote E-voting	37	2401782	100	0	0	0	0
Voting at the meeting through e-voting process	0	0	0	0	0	0	0
<b>Total</b>	<b>37</b>	<b>2401782</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



All the resolutions mentioned in the notice of the 27<sup>th</sup> Annual General Meeting dated 15<sup>th</sup> September, 2020 stand passed under Remote E-voting and voting conducted at the Annual General Meeting through Physical Ballot 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**



A handwritten signature in black ink, appearing to be "V. N. Deodhar", written over a horizontal line.

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

**UDIN: F001880B001553091  
Place: Mumbai  
Dated: 18<sup>th</sup> December 2020.**

The following were the witnesses to the unblocking of votes cast through remote e-voting and e-voting process at the 27<sup>th</sup> AGM.

A handwritten signature in black ink, appearing to be "Hrushikesh V. Deodhar", written in a cursive style.

**(HRUSHIKESH V. DEODHAR.)**

A handwritten signature in black ink, appearing to be "A. V. Ukidwe", written in a cursive style.

**(AJIT V. UKIDWE)**