

Date: 30<sup>th</sup> September, 2023

To The Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001. (BSE Scrip Code: 590126)	To The Listing Department, The Calcutta Stock Exchange Ltd, 7 Lyons Range, Dalhousie, Kolkata-700001, (CSE Scrip Code: 10032161)
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**Subject: Voting Results of the 31<sup>st</sup> Annual General Meeting of the Company held on 30th September, 2023 along with Scrutinizer's Report.**

In terms of Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed herewith copy of the following reports as required:

1. Details Regarding the Voting results as prescribed under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
2. Scrutinizer's Report issued by Mr. CS. N. Phani Chakravarthy, Practicing Company Secretary on the result of 31<sup>st</sup> Annual General Meeting and based on the said report, it is hereby informed that resolutions proposed in the meeting are passed by shareholders with requisite majority.

You are requested to take the same on record.

Thanking you  
Yours truly  
For **Gradiente Infotainment Limited**

Vimal Raj Mathur  
Managing Director  
(DIN-03138072)



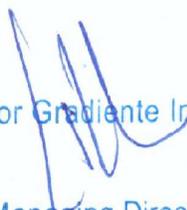
General information about company	
Scrip code	590126
NSE Symbol	
MSEI Symbol	
ISIN	INE361K01017
Name of the company	Gradiente Infotainment Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2023
Start time of the meeting	11:00 AM
End time of the meeting	12:55 PM



For Gradiente Infotainment Ltd.

Managing Director

Scrutinizer Details	
Name of the Scrutinizer	N Phani Chakravarthy
Firms Name	Chakravarthy & Associates
Qualification	CS
Membership Number	32380
Date of Board Meeting in which appointed	05-09-2023
Date of Issuance of Report to the company	30-09-2023



For Graduate Infotainment Ltd.

Managing Director

<b>Voting results</b>	
Record date	23-09-2023
Total number of shareholders on record date	3922
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	30
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	6
Disclosure of notes on voting results	



For Graduate Infotainment Ltd.

Managing Director

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 Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March 2023 including Balance Sheets, Statements of Profit and Loss Account and Cash Flow Statements for the year ended as on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors 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	7544876	6770330	89.7341	6770330	0	100	0
	Poll		774546	10.2659	774546	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7544876	7544876	100	7544876	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22680124	1924796	8.4867	1924334	462	99.976	0.024
	Poll		756570	3.3358	756570	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22680124	2681366	11.8225	2680904	462	99.9828	0.0172
Total		30225000	10226242	33.8337	10225780	462	99.9955	0.0045
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Gradient Infotainment Ltd.  
  
 Managing Director

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Sunitee Raj (DIN: 05223416), who retires by rotation and being eligible, offers herself 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	7544876	6770330	89.7341	6770330	0	100	0
	Poll		774546	10.2659	774546	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7544876	7544876	100	7544876	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22680124	1924796	8.4867	1924334	462	99.976	0.024
	Poll		756570	3.3358	756570	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22680124	2681366	11.8225	2680904	462	99.9828
Total		30225000	10226242	33.8337	10225780	462	99.9955	0.0045
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Graduate Infotainment Ltd.

Managing Director

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve appointment of Mr. Nageshwara Rao Chitirala (DIN: 02197018) as an Independent Director of the Company for a period of five consecutive years upto 04th September, 2028.				
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	7544876	6770330	89.7341	6770330	0	100	0
	Poll		774546	10.2659	774546	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7544876	7544876	100	7544876	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22680124	1924796	8.4867	1924334	462	99.976	0.024
	Poll		756570	3.3358	756570	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22680124	2681366	11.8225	2680904	462	99.9828	0.0172
Total		30225000	10226242	33.8337	10225780	462	99.9955	0.0045
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Gradients Infotainment Ltd.

Managing Director

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve appointment of Mr. Balaji Doradla (DIN: 02076759) as an Independent Director of the Company for a period of five consecutive years upto 04th September, 2028.				
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	7544876	6770330	89.7341	6770330	0	100	0
	Poll		774546	10.2659	774546	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7544876	7544876	100	7544876	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22680124	1924796	8.4867	1924334	462	99.976	0.024
	Poll		756570	3.3358	756570	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22680124	2681366	11.8225	2680904	462	99.9828	0.0172
Total		30225000	10226242	33.8337	10225780	462	99.9955	0.0045
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Graduate Infotainment Ltd.

Managing Director

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the increase in the Authorized Share Capital of the Company from existing Rs.42,00,00,000/- (Rupees Forty Two Crores Only) divided into 4,20,00,000 (Four Crores Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 55,00,00,000/- (Rupees Fifty Five Crores Only) divided into 5,50,00,000 (Five Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.				
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	7544876	6770330	89.7341	6770330	0	100	0
	Poll		774546	10.2659	774546	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7544876	7544876	100	7544876	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22680124	1924796	8.4867	1924334	462	99.976	0.024
	Poll		756570	3.3358	756570	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22680124	2681366	11.8225	2680904	462	99.9828	0.0172
Total		30225000	10226242	33.8337	10225780	462	99.9955	0.0045
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Gradiante Infotainment Ltd.

Managing Director

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To issue a bonus of 1 (one) equity share for every 3 (three) equity shares held by the Shareholders of the Company as on the record date by capitalization of reserves.				
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	7544876	6770330	89.7341	6770330	0	100	0
	Poll		774546	10.2659	774546	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7544876	7544876	100	7544876	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	22680124	1924796	8.4867	1924334	462	99.976	0.024
	Poll		756570	3.3358	756570	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22680124	2681366	11.8225	2680904	462	99.9828
Total		30225000	10226242	33.8337	10225780	462	99.9955	0.0045
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Gradients Infotainment Ltd.

Managing Director



# CHAKRAVARTHY & ASSOCIATES

## Company Secretaries

**CS N Phani Chakravarthy**

ACS, M.Com., B.Com (Comp.)

Practicing Company Secretary

Reg. Off : Plot No. 256, Employees Colony,

Yapral, Secunderabad-500 087

**FORM No. MGT-13**

### **Report of Scrutinizer(s)**

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

**To**

**The Chairman**

**GRADIENTE INFOTAINMENT LIMITED**

306, 3 Floor, May Fair Gardens,

Banjara Hills, Road No. 12,

Hyderabad – 500034

31<sup>st</sup>Annual General Meeting of the Shareholders of the M/s. Gradiante Infotainment Limited Held on Saturday, the 30th day of September 2023 at 11:00 a.m. at registered office of the Company situated at #306, 3rd Floor, May Fair Gardens, Banjara Hills, Road No 12 Hyderabad – 500034

Dear Sir,

I N Phani Chakravarthy, Proprietor of M/s. CHAKRAVARTHY & ASSOCIATES, a Company Secretary firm, having its office situated at Plot No. 256, Employees Colony, Yapral, Secunderabad – 500087, was appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 31<sup>st</sup>Annual General Meeting of the Shareholders of the M/s. Gradiante Infotainment Limited Held on Saturday, the 30th day of September 2023 at 11:00 a.m. at registered office of the Company situated at #306, 3rd Floor, May Fair Gardens, Banjara Hills, Road No 12 Hyderabad – 500034, submit our report as under:

1.After the time fixed for closing of the poll by theChairman, ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me.

2.The locked ballot boxes were subsequently opened inmy presence and poll papers were diligently scrutinized. The poll 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.The poll papers, if any which were incomplete and/or whichwere otherwisefound defective or If I if signature of any shareholder did not match with the recordshave been treated as invalid and kept separately

4.The result of the Poll is as under:

**The Combined results of the votes (electronically and physical) are as follows:**



**1. Resolution- 1.** To receive, consider and adopt the Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March 2023 including Balance Sheets, Statements of Profit and Loss Account and Cash Flow Statements for the year ended as on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	73	86,94,664	86,94,664
Postal Ballot	31	15,31,116	15,31,116
<b>TOTAL</b>	<b>104</b>	<b>1,02,25,780</b>	<b>1,02,25,780</b>

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	462	462
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>7</b>	<b>462</b>	<b>462</b>

**(iii) Invalid votes:**

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>



**2. Resolution - 2.** Re-appointment of Mrs. Sunitee Raj (DIN: 05223416), who retires by rotation and being eligible, offers herself for re-appointment.

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	73	86,94,664	86,94,664
Postal Ballot	31	15,31,116	15,31,116
<b>TOTAL</b>	<b>104</b>	<b>1,02,25,780</b>	<b>1,02,25,780</b>

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	462	462
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>7</b>	<b>462</b>	<b>462</b>

**(iii) Invalid votes:**

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>



**3. Resolution - 3.** To consider and approve appointment of Mr. Nageshwara Rao Chitirala (DIN: 02197018) as an Independent Director of the Company for a period of five consecutive years upto 04th September, 2028.

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	73	86,94,664	86,94,664
Postal Ballot	31	15,31,116	15,31,116
<b>TOTAL</b>	<b>104</b>	<b>1,02,25,780</b>	<b>1,02,25,780</b>

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	462	462
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>7</b>	<b>462</b>	<b>462</b>

**(iii) Invalid votes:**

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>



**4. Resolution - 4.** To consider and approve appointment of Mr. Balaji Doradla (DIN: 02076759) as an Independent Director of the Company for a period of five consecutive years upto 04th September, 2028:

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	73	86,94,664	86,94,664
Postal Ballot	31	15,31,116	15,31,116
TOTAL	104	1,02,25,780	1,02,25,780

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	462	462
Postal Ballot	-	-	-
TOTAL	7	462	462

**(iii) Invalid votes:**

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Postal Ballot	-	-	-
TOTAL	-	-	-



**5. Resolution - 5.** To consider and approve the increase in the Authorized Share Capital of the Company from existing Rs.42,00,00,000/- (Rupees Forty Two Crores Only) divided into 4,20,00,000 (Four Crores Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 55,00,00,000/- (Rupees Fifty Five Crores Only) divided into 5,50,00,000 (Five Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	73	86,94,664	86,94,664
Postal Ballot	31	15,31,116	15,31,116
<b>TOTAL</b>	<b>104</b>	<b>1,02,25,780</b>	<b>1,02,25,780</b>

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	462	462
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>7</b>	<b>462</b>	<b>462</b>

**(iii) Invalid votes:**

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>



**6. Resolution - 6.** To issue a bonus of 1 (one) equity share for every 3 (three) equity shares held by the Shareholders of the Company as on the record date by capitalization of reserves.

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	73	86,94,664	86,94,664
Postal Ballot	31	15,31,116	15,31,116
<b>TOTAL</b>	<b>104</b>	<b>1,02,25,780</b>	<b>1,02,25,780</b>

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

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	462	462
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>7</b>	<b>462</b>	<b>462</b>

**(iii) Invalid votes:**

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	-	-	-
Postal Ballot	-	-	-
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>



5. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

6. All the above-mentioned resolutions have been passed with requisite majority.

Thanking you,  
Yours faithfully,

**CHAKRAVARTHY & ASSOCIATES**



**N PHANI CHAKRAVARTHY**

Scrutinizer

C P No. 22563



Place: Hyderabad

Dated: 30.09.2023

VDIN NO: A032380E001141092