



Date:27/01/2024

To,
Bombay Stock Exchange Limited,
Corporate Relations Department,
PhirozeJeejeebhoy Towers, Dalal
Street, Fort, Mumbai-400001,

Scrip Code: 539469, Scrip ID: PANORAMA

Dear Sir/Madam,

With reference to above, we would like to state that the Extra-Ordinary General meeting of the Company held on Wednesday, January 24, 2024 through Video Conferencing ("VC")/Other audio-visual Means ("OAVM"). Please find enclosed herewith:

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer Report on E-Voting as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014;

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.
Yours Faithfully

For Panorama Studios International Limited

Yatin Vilas Chaphekar
Company Secretary
Mem. No. 72316

ENCL: As Above.

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General information about company

Scrip code	539469
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE258R01010
Name of the company	Panorama Studios International Ltd
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-01-2024
Start time of the meeting	3:30 PM
End time of the meeting	3:47 PM

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Scrutinizer Details

Name of the Scrutinizer	Mr. Nitesh Chaudhary
Firms Name	M/s. Nitesh Chaudhary & Associates
Qualification	CS
Membership Number	F10010
Date of Board Meeting in which appointed	28-12-2023
Date of Issuance of Report to the company	27-01-2024

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Voting results	
Record date	17-01-2024
Total number of shareholders on record date	1652
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	27
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUANCE OF 10,00,000 EQUITY SHARES ON PREFERENTIAL BASIS TO ENTITIES BELONGING TO THE NON-PROMOTER CATEGORY				
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	9116180	4984929	54.6822	4984929	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9116180	4984929	54.6822	4984929	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3330570	1479627	44.4256	1479627	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3330570	1479627	44.4256	1479627	0	100.0000
Total		12446750	6464556	51.9377	6464556	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	4984929
Public Insitutions	0
Public - Non Insitutions	1479627

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				ISSUANCE OF 15,41,000 WARRANTS (EQUITY CONVERTIBLE WARRANTS) PREFERENTIAL BASIS TO ENTITIES BELONGING TO THE PROMOTER, PROMOTER GROUP & NON-PROMOTER CATEGORY				
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	9116180	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9116180	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0.0000	0.0000	
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3330570	1479627	44.4256	1479627	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3330570	1479627	44.4256	1479627	0	100.0000
Total		12446750	1479627	11.8877	1479627	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1479627

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. ANANT CHOORASIA (DIN: 09305661) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.				
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	9116180	4984929	54.6822	4984929	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9116180	4984929	54.6822	4984929	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	3330570	1479627	44.4256	1479627	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3330570	1479627	44.4256	1479627	0	100.0000
Total		12446750	6464556	51.9377	6464556	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	4984929
Public Insitutions	0
Public - Non Insitutions	1479627



NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

REPORT OF SCRUTINIZER

Date: 27th January, 2024

To,
The Chairman,
M/s. Panorama Studios International Ltd
1003 & 1004, 10th Floor (West Side) Lotus Grandeur,
Veera Desai Road, Mumbai-400053

Scrutinizer's Report on Remote E-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the companies (Management and Administration) Rules, 2014 as amended by companies (Management and Administration) Rules, 2015 and e-voting through electronic voting system at the Extra-Ordinary General Meeting of the shareholders of Company held on Wednesday, January 24th, 2024 at 03.30 P.M. through Video Conferencing ("VC") / other Audio-Visual Means ("OAVM").

Dear Sir,

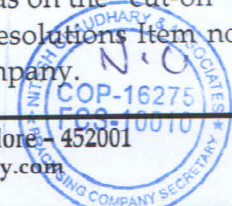
I, Nitesh Chaudhary, Proprietor of Nitesh Chaudhary & Associates, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors dated 28th December, 2023 to conduct the following:

- (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) Electronic Voting at the time of Extra Ordinary General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Regulations issued, voting by electronic means. Our responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of votes cast by the members for the resolutions contained in the notice based on report generated from the electronic platform provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

1. As per the confirmation given by the Company, the Notice of Extra Ordinary General Meeting has been sent by the company through electronic mode (E-mail) to those members who have registered their email addresses with the Company or their Depository Participant in compliance with the aforesaid MCA Circulars and SEBI Circular, the company has also informed that the Company has also given the publication in the Daily English and Vernacular language for Notice of Extra Ordinary General Meeting.
2. The E-voting period remained open from Sunday, 21st January, 2024 (09:00 A.M.) and ends on Tuesday, 23rd January, 2024 (5:00 P.M.) and the shareholders holding shares as on the "cut-off" date i.e., Wednesday, 17th January, 2024 were entitled to vote on the proposed resolutions Item no. 1, 2 and 3 set out in the Notice of the Extra Ordinary General Meeting of the Company.





NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

3. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the e-voting website of National Securities Depository limited i.e. (<https://www.evoting.nsdl.com>).

4. Attendance in Extra Ordinary General Meeting and Voting on Resolutions by the Members:

Total 31 members were attended meeting through Video Conferencing ("VC") / other Audio-Visual Means ("OAVM"). Out of 31 members 15 members casted their vote through Remote E-voting and E-Voting at EGM.

5. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of National Securities Depository Limited i.e. (<https://www.evoting.nsdl.com>).

I submit a consolidated report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the EGM in respect of the said resolutions:

Resolution No. : 1
Nature of Resolution : Special Resolution
Subject Matter : ISSUANCE OF 10,00,000 EQUITY SHARES ON PREFERENTIAL BASIS TO ENTITIES BELONGING TO THE NON-PROMOTER CATEGORY.

(i) Voted in favour of the resolution:

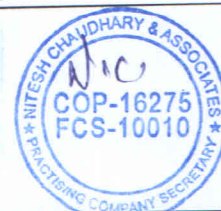
Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	30	6459525	99.92
E-Voting at EGM	6	5031	0.08
Total	36	6464556	100

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
E-Voting at EGM	0	0	0
Total	0	0	0

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	0	0
E-Voting at EGM	0	0
Total	0	0





NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

Resolution No. : 2
Nature of Resolution : Special Resolution
Subject Matter :ISSUANCE OF 15,41,000 WARRANTS (EQUITY CONVERTIBLE WARRANTS) PREFERENTIAL BASIS TO ENTITIES BELONGING TO THE PROMOTER, PROMOTER GROUP & NON-PROMOTER CATEGORY:

(iv) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	28	1474596	99.66
E-Voting at EGM	6	5031	0.34
Total	34	1479627	100

(v) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
E-Voting at EGM	0	0	0
Total	0	0	0

(vi) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	0	0
E-Voting at EGM	0	0
Total	0	0

Resolution No. : 3
Nature of Resolution : Special Resolution
Subject Matter : APPOINTMENT OF MR. ANANT CHOURASIA (DIN: 09305661) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

(vii) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	30	6459525	99.92
E-Voting at EGM	6	5031	0.08
Total	36	6464556	100





NITESH CHAUDHARY & ASSOCIATES
PRACTICING COMPANY SECRETARY

(viii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	0	0	0
E-Voting at EGM	0	0	0
Total	0	0	0

(ix) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	0	0
E-Voting at EGM	0	0
Total	0	0

The electronic data and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Note:

1. According to the E-voting at the Extra Ordinary General Meeting, since the majority votes cast in the favour of all the resolutions set out in the notice of EOGM hence the Resolution No. 1,2,3 passed with requisite majority.

2. As requested by the Management, I am submitting this report on the results of remote e-voting at the Extra Ordinary General Meeting.

For Nitesh Chaudhary & Associates
Practicing Company Secretary

CS Nitesh Chaudhary, Proprietor
Membership No: F10010
COP No:16275
UDIN: F010010E003316291

Date: 27th January, 2024