

Date: 04th December, 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 1st Extra Ordinary General Meeting for the Financial Year 2023-24 of the Company held on 04th December, 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 1st Extra Ordinary 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
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VIMAL RAJ MATHUR
Date: 2023.12.04
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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	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	04-12-2023
Start time of the meeting	12:00 PM
End time of the meeting	01:25 PM

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	09-11-2023
Date of Issuance of Report to the company	04-12-2023

Voting results	
Record date	27-11-2023
Total number of shareholders on record date	4047
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	7
b) Public	34
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	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To increase the Authorised Share Capital of the Company from existing 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 to Rs. 85,00,00,000 (Rupees Eighty Five Crores only) divided into 8,50,00,000 (Eight Crores Fifty Lakhs Only) Equity Shares of Rs. 10/- 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	7544876	100	7544876	0	100	0
	Poll		0	0	0	0	0	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	1388475	6.122	1388475	0	100	0
	Poll		556089	2.4519	556089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22680124	1944564	8.5739	1944564	0	100
Total		30225000	9489440	31.396	9489440	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve further issue of not exceeding 2,14,19,000 Equity Shares at an issue price of Rs. 10/- per equity share to the Promoter and Non Promoters of the Company on Preferential basis				
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	7544876	100	7544876	0	100	0
	Poll		0	0	0	0	0	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	1388475	6.122	1388475	0	100	0
	Poll		556089	2.4519	556089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22680124	1944564	8.5739	1944564	0	100	0
Total		30225000	9489440	31.396	9489440	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve further issue of not exceeding 1,02,26,000 Equity Shares at an issue price of Rs. 10/- per equity share to the Directors by way of conversion of unsecured loans of Rs. 10,22,60,000/-				
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	7544876	100	7544876	0	100	0
	Poll		0	0	0	0	0	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	1388475	6.122	1388475	0	100	0
	Poll		556089	2.4519	556089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22680124	1944564	8.5739	1944564	0	100	0
Total		30225000	9489440	31.396	9489440	0	100	0
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Memorandum of Association due to change in Object Clause 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	7544876	7544876	100	7544876	0	100	0
	Poll		0	0	0	0	0	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	1388475	6.122	1388475	0	100	0
	Poll		556089	2.4519	556089	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22680124	1944564	8.5739	1944564	0	100	0
Total		30225000	9489440	31.396	9489440	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

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MATHUR Digitally signed by
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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, 3rdFloor, May Fair Gardens,

Banjara Hills, Road No. 12,

Hyderabad – 500034

Sub: Scrutinizer Report for the 1st Extra Ordinary General Meeting for the Financial Year 2023-24 of the Shareholders of the M/s. Gradiante Infotainment Limited Held on Monday, 04th day of December, 2023 at 12:00 Noon at the 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 1st Extra Ordinary General Meeting of the Shareholders of the M/s. Gradiante Infotainment Limited Held on Monday, 04th day of December, 2023 at 12:00 Noon 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. In compliance with the provisions of Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by-use of ballots by shareholders on the resolutions proposed in the Notice of the Extra Ordinary General Meeting, my



responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render Consolidated Scrutinizer's Report of the total votes cast in favor or against it any, to Chairman of the meeting on the resolutions, based on the reports generated from the electronic voting system and by use of physical papers at the meeting.

2. In accordance with the Notice of the Extra Ordinary General Meeting sent to the shareholders, the e-voting opened at 9.00 AM on 01stDecember, 2023 and remained open upto 5.00 PM on 03rdDecember, 2023.
3. The votes were unblocked and considered on 04thDecember, 2023 after the conclusion of the EGM in presence of two persons, who are not the employees of the Company.
4. The e-voting results/list of equity shareholders who have voted "for and against" were downloaded from the e-voting website of NSDL at www.evoting.nsdl.com and the same were handed over to the Chairman.
5. Based on the report generated from the e-voting website of NSDL and Voting through polling papers at EGM the consolidated report on the results of the voting for the resolutions starting from serial No 1 to 4 are given here under:



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

- 1. Resolution- 1.** To increase the Authorised Share Capital of the Company from existing 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 to Rs. 85,00,00,000 (Rupees Eighty Five Crores only) divided into 8,50,00,000 (Eight Crores Fifty Lakhs Only) Equity Shares of Rs. 10/- 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	45	89,33,351	100
Voting through Polling paper	28	5,56,089	100
TOTAL	73	94,89,440	100

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-



2. Resolution - 2. To consider and approve further issue of not exceeding 2,14,19,000 Equity Shares at an issue price of Rs. 10/- per equity share to the Promoter and Non Promoters of the Company on Preferential basis.

(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	45	89,33,351	100
Voting through Polling paper	28	5,56,089	100
TOTAL	73	94,89,440	100

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-



3. Resolution - 3. To consider and approve further issue of not exceeding 1,02,26,000 Equity Shares at an issue price of Rs. 10/- per equity share to the Directors by way of conversion of unsecured loans of Rs. 10,22,60,000/-

(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	45	89,33,351	100
Voting through Polling paper	28	5,56,089	100
TOTAL	73	94,89,440	100

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-



4. Resolution - 4. Alteration of Memorandum of Association due to change in Object Clause of the Company

(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	45	89,33,351	100
Voting through Polling paper	28	5,56,089	100
TOTAL	73	94,89,440	100

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-

(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	-	-	-
Voting through Polling paper	-	-	-
TOTAL	-	-	-



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

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

Thanking you,

Yours faithfully,

CHAKRAVARTHY & ASSOCIATES

Company Secretaries



N PHANI CHAKRAVARTHY
Practicing Company Secretary

Scrutinizer

C P No. 22563

UDIN: A032380E002821881

Place: Hyderabad

Dated: 04-12-2023