

Date: 01/10/2022

To,
The BSE Limited,
Corporate Relations Department,
Phiroze Jeejeebhoy Towers, Dalal
Street, Fort, Mumbai-400001

Security Code: 539469

Scrip ID: PANORAMA

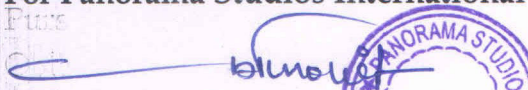
Subject: Proceedings of the 42nd Annual General Meeting of Panorama Studios International Limited

Pursuant to Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Please to enclosed herewith proceedings of the 42nd Annual General Meeting of the Company held on today, Friday, 30th September, 2022 through Video Conferencing ("VC")/Other Audio-visual Means ("OAVM"). The meeting commenced at 02:30 PM and concluded at 02:43 P.M.

Kindly take the same on record and acknowledge the receipt.

Thanking You,
Yours faithfully,

For Panorama Studios International Limited


Kapil Purohit
Company Secretary
Mem. No. 65336



Encl: Copy as above

PROCEEDINGS OF 42ND AGM & BRIEF DETAILS OF ITEMS DELIBERATED AT THE MEETING, MANNER OF APPROVAL AND RESULT THEREOF:

In compliance with the applicable provisions of the Companies Act, 2013, General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and Circular dated May 5, 2022 issued by Ministry of Corporate Affairs ("MCA") the Company has conducted the 42nd Annual General Meeting (AGM) on Friday, 30th September, 2022 through Video Conferencing/Other Audio-Visual Means VC/OAVM. The meeting commenced at 02:30 PM and concluded at 02:43 PM and the voting facility at AGM by CDSL E-voting Portal provided for 30 minutes from the conclusion of 42nd Annual General Meeting.

In compliance with the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 and relevant rules made thereunder, the Company had availed e-voting facility from Central Depository Services (India) Limited to enable members to exercise their vote for the resolutions stated in Notice of the Annual General Meeting/ to be passed in the Annual General Meeting through electronic mode. Further, those members who participated in the Annual General Meeting through VC/OAVM facility were provided facility of e-voting on CDSL portal during the Meeting.

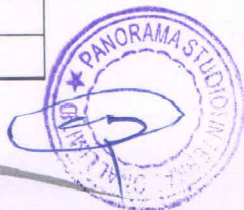
The Company had intimated that **Friday, 23rd September, 2022** as the cut-off date for determining the shareholders who would be eligible to cast their vote. The e-voting began on **Tuesday, 27th September, 2022 at 09:00 A.M.** and ended on **Thursday, 29th September, 2022 at 05:00 P.M.** The Company had appointed M/s. Nitesh Chaudhary & Associates, Practicing Company Secretary as the Scrutinizer for the e-voting.

MEMBERS' PRESENT: 25 Members were present at the meeting through video conferencing or other audio-visual means (excluding Directors, KMP and Invitees)

DIRECTORS/KMPS/INVITEES PRESENT THROUGH VC/OAVM:

Directors

S.no.	Name of Director	Designation
1.	Mr. Abhishek Kumar Pathak	Executive Director
2.	Mr. Sanjeev Joshi	Executive Director
3.	Ms. Khushboo Vasudev	Independent Director
4.	Ms. Rekha Agarwal	Independent Director
5.	Mr. Sandeep Kumar Sahu	Independent Director



Key Managerial Personnel

Sr.NO	Name of KMP	Designation
1.	Mr. Ravindra Appa Auti	Chief Financial Officer
2.	Mr. Kapil M Purohit	Company Secretary

By Invitation

Sr.No.	Name	Designation
1.	Mr. Rahul Ruia, Chartered Accountant (S. S. Rathi & Co.), Statutory Auditor of the company.	Statutory Audit Firm / Auditor
2.	Mr. Nitesh Chaudhary, Practicing Company Secretary (Nitesh Chaudhary & Associates) Secretarial Auditor of the company.	Secretarial Auditor cum Scrutinizer.

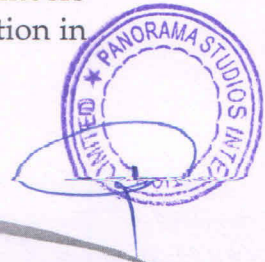
Scrutinizer of the Meeting Mr. Nitesh Chaudhary (Proprietor of M/s. Nitesh Chaudhary & Associates, Practicing Company Secretary) verified and confirmed the requisite quorum for the meeting available at AGM through VC, total 25 members were present except board members and invitees in AGM through VC means. After the quorum confirmation meeting was started.

Mr. Kapil Purohit, Company Secretary of the Company, welcome to the board members and shareholders in the 42nd AGM of the Company, and given introduction of the board members & invitees to the shareholders.

Mr. Abhishek Kumar Mangat Pathak, the Executive Director of the company was elected as Chairman of the Company who chaired the proceedings of the AGM, he delivered welcome speech to the members of the Company, informed to the meeting about the issuance of 48,70,000 equity shares pursuant to conversion of equity convertible warrants, also informed about the expansion of business activity by subscribing 51% equity shares capital of Panorama Music Pvt. Ltd., further informed to the members about the revenue and net profit recorded during the F Y 2021-22 and also informed about the outstanding performance in media industry etc.

Thereafter the Chairman handed over to Mr. Kapil Purohit, Company Secretary to proceed with further business matter of the AGM as stated in the Notice of 42nd AGM.

Mr. Kapil Purohit, Company Secretary with the permission of Chairman and members read out the Resolution stated in the notice of AGM for dealing and consideration in meeting by shareholders.



The following business were placed by the Chairman and transacted at the 42nd Annual General Meeting.

ORDINARY BUSINESS:

S.NO.	Description of Resolution	Nature of Resolution	Mode of Voting
1.	<p><u>Adoption of Financial Statement:</u> To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.</p>	Ordinary Resolution	E-voting
2.	<p><u>Appointment of Director in Place of Retiring Director by Rotation:</u> To appoint a Director in place of Mr. Abhishek Kumar Pathak (DIN: 00700868) who retires by rotation and being eligible offer himself for re-appointment.</p>	Ordinary Resolution	E-voting
3.	<p><u>Approval for revision in Material Related Party Transaction amount upto Rs. 1000.00 Crores</u> To consider and if thought fit, to pass with or without modification, if any, the following resolution as a Special Resolution.</p>	Special Resolution	E-voting
4.	<p><u>Approval for Increase in Borrowing Power u/s. 180(1)(c) of the Companies act, 2013</u> To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution</p>	Special Resolution	E-voting
5.	<p><u>Approval for Increase in Granting Loan and Investment</u></p>	Special Resolution	E-voting



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	<p><u>and Giving Guarantee by Company u/s. 186 of the Companies act, 2013</u> To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:</p>		
6.	<p><u>To Regularize the Appointment of Ms. Rekha Agarwal (DIN: 09178194) as Non-Executive Independent Director of the Company</u> To consider and if thought fit, to pass with or without modification, if any, the following resolution as a Special Resolution:</p>	Special Resolution	E-Voting
7.	<p><u>To Regularize the Appointment of Mr. Sandeep Kumar Sahu (din:06396817) as Non-Executive Independent Director of the Company</u> To consider and if thought fit, to pass with or without modification, if any, the following resolution as a Special Resolution:</p>	Special Resolution	E-Voting
8.	<p><u>To Regularize the Appointment of Mr. Sanjeev Joshi (din:01131895) as Executive Director of the Company</u> To consider and if thought fit, to pass with or without modification, if any, the following resolution as a Special Resolution:</p>	Special Resolution	E-Voting

The Chairman invited the queries from the shareholders. The questions raised by the members who have registered as Speaker Shareholders however none of shareholders has raised any queries during the meeting.

After all the agenda items were duly taken up, the meeting concluded at 2:43 PM with a vote of thanks to the Chair and the members, and giving opportunity of casting their



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vote through E-voting portal of CDSL 15 minutes after conclusion of meeting i.e., from 2.30 PM to 02.58 PM.

The Chairman announced that, the voting results of the voting done at the AGM along with the Scrutinizer's Report will be announced within 2 working days at the registered office of the Company and the same shall be displayed on the Website of the Company i.e. info@ainvest.co.in. The Chairman also informed that the voting results would also be intimated to Bombay Stock Exchange Limited.

We request you to kindly take the above information on record in terms of the compliance requirements of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Thanking you,
Yours faithfully,

For Panorama Studios International Limited


Kapil Purohit
Company Secretary
Mem. No. 65336



PANORAMA STUDIOS INTERNATIONAL LIMITED
CIN No.: L74110MH1980PLC330008

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