

ANIRUDH KUMAR TANVAR

(Practicing Company Secretary)

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FORM No. MGT-13

Combined Report of Scrutinizer for e-Voting & e-Voting at AGM

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
PERFECT-OCTAVE MEDIA PROJECTS LIMITED
Flat 302, 3rd Floor, New India Industrial Estate,
Mahakali Caves Road, Chakala,
Andheri (East), Mumbai - 400 093.

Subject: 31st Annual General Meeting of the Shareholders of Perfect-Octave Media Projects Limited (“the Company”) held on Friday, 30th September, 2022 at 2:00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM)

Dear Sir,

I, CS Anirudh Kumar Tanvar ,Company Secretary in Practice (ACS: 23145, CP No. 19757), was duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment(s) thereof and E-voting at the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 31st AGM of Equity Shareholders of Perfect-Octave Media Projects Limited at their Meeting held on Friday, 30th September, 2022 at 2:00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules framed thereunder relating to voting through electronic means (remote e-voting) and e-voting at the AGM on the resolutions contained in the Notice of the 31st AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for e-voting at the 31st AGM is restricted to make a Scrutinizer’s Report of the Votes Cast “in favour” or “against” the resolutions as stated below on the report generated from the remote e-voting system provided by National Securities Depository Limited the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for e-voting at the AGM.

The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from Tuesday, 27th September, 2022 (09:00 A.M) to Thursday, 29th September, 2022 (5:00 P.M). After the conclusion of the Meeting the

remote e-voting process was kept on for the next 15 minutes to enable those members who have not cast their votes yet.

The Company had also provided e-voting facility to vote during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.

After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 01st October, 2022 and were counted in the presence of two witnesses viz. Mr. Dilip Kumar and Ms. Vikram Singh, who are not in employment of the Company. They have given confirmation that the votes were unblocked in their presence.

I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

I do hereby submit the Consolidated Report of vote casted through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice dated 06th September, 2022 of the 31st AGM.

ITEM NO. 1: ORDINARY RESOLUTION:

To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.

Mode of voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No. of ballot/e-voting entry	Nos.	% to total valid	No. of ballot/e-voting entry	Nos.	% to total valid	Nos.
E-voting	16918719	65	16918696	100	2	23	0.00	0
Poll/Ballot voting	0	0	0	0	0	0	0	0
Total	16918719	65	16918696	100	2	23	0.00	0

ITEM NO. 2: ORDINARY RESOLUTION:

To appoint a Director in place of Mrs. Latika Ganeshkumar (DIN: 00651103), who retires by rotation and being eligible, offers herself for re-appointment.

Mode of Voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No. of ballot/e-voting entry	Nos.	% to total valid	No. of ballot/e-voting entry	Nos.	% to total valid	Nos.
E-voting	8307971	62	8307948	100	2	23	0.00	0

Poll/Ballot voting	0	0	0	0	0	0	0	0
Total	8307971	62	8307948	100	2	23	0.00	0

ITEM NO. 3: ORDINARY RESOLUTION:

To appoint statutory Auditors of the Company.

Mode of Voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No. of ballot/e-voting entry	Nos.	% to total valid	No. of ballot/e-voting entry	Nos.	% to total valid	
E-voting	16918719	65	16918696	100	2	23	0.00	0
Poll/Ballot voting	0	0	0	0	0	0	0	0
Total	16918719	65	16918696	100	2	23	0.00	0

ITEM NO. 4: SPECIAL RESOLUTION:

Re-appointment and fixing the terms of remuneration of Mr. Ganeshkumar Kuppan (DIN: 00650784) as Managing Director of the Company

Mode of Voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No. of ballot/e-voting entry	Nos.	% to total valid	No. of ballot/e-voting entry	Nos.	% to total valid	
E-voting	8259849	62	8259826	100	2	23	0.0	0
Poll/Ballot voting	0	0	0	0	0	0	0	0
Total	8259849	62	8259826	100	2	23	0.0	0

ANIRUDH KUMAR TANVAR
COMPANY SECRETARY

ANIRUDH KUMAR TANVAR Digitally signed by ANIRUDH KUMAR TANVAR

ACS: 23145

COP: 19757

UDIN: A023145D001125345

For Perfect-Octave Media Projects Limited

SHEKHAWA Digitally signed by SHEKHAWAT T RAJSHREE RAJSHREE

Rajshree Shekhawat
Compliance Officer

PLACE: MUMBAI

DATE: 03rd October, 2022