

April 8, 2022

To,
Manager – Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1,
G Block, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

Subject: Disclosure of Voting Results - Postal Ballot Notice dated March 1, 2022

Symbol: PANACHE

Dear Sir / Madam,

The Company had sought approval of the members of the Company for the appointment of Mrs. Tejaswini More as an Independent Director of the Company. Details of voting result of the Postal Ballot, conducted through remote e-voting process, in respect of resolution contained in the Postal Ballot Notice dated March 1, 2022, is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting.

The said resolution is passed with the requisite majority on April 7, 2022 (the last date for e-voting).

Kindly take the above information on your records.

Thanking you,
Yours faithfully,

For Panache Digilife Limited




Harshil Chheda
Company Secretary & Compliance Officer

Place: Mumbai

Encl.: As above

PANACHE DIGILIFE LIMITED
Voting Results (Postal Ballot by way of remote e-voting)

Date of declaration of results: 8th April, 2022

Date of Closing of Postal Ballot	7th April, 2022
Total Number of Shareholders on record date i.e. 4th March 2022	3216
No. of shareholders present in the meeting either in person on through proxy:	Not Applicable (Resolution passed through Postal Ballot)
Promoter and Promoter Group:	-
Public:	-
No. of shareholders attended the the meeting through Video Conferencing:	Not Applicable (Resolution passed through Postal Ballot)
Promoter and Promoter Group:	-
Public:	-

Resolution 1: Appointment of Mrs. Tejaswini More as an Independent Director of the Company.

Resolution required: Ordinary/Special

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	Total no. of shares held (1)	No. of Valid Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	78,59,200	78,58,360	99.9893	78,58,360	-	100.0000	-
	Pe#//Postal ballot		-	-	-	-	-	-
	Total		78,58,360	99.9893	78,58,360	-	100.0000	-
Public – Institutional holders	E-Voting	-	-	-	-	-	-	-
	Pe#//Postal ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutional	E-Voting	41,40,800	17,62,559	42.5657	17,62,148	411	99.9767	0.0233
	Pe#//Postal ballot		-	-	-	-	-	-
	Total		17,62,559	42.5657	17,62,148	411	99.9767	0.0233
Total	E-voting	1,20,00,000	96,20,919	80.1743	96,20,508	411	99.9957	0.0043
	Pe#//Postal ballot		-	-	-	-	-	-
	Total		96,20,919	80.1743	96,20,508	411	99.9957	0.0043




D. M. ZAVERI & Co.

Company Secretaries

 Dharmesh M. Zaveri

B Com., F.C.S.

145, 1st Floor, Kesar Residency, Above Bhagwati Restaurant, Sector 3, Charkop, Kandivali (West), Mumbai – 400 067.
Tel.: 022-28679660, 022-49712722 (M). 98203 20503, E-mail.: dmz@dmzaveri.com, Website: www.dmzaveri.com

SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Panache Digilife Limited,
Unit No. 002, Raheja Plaza-1, L.B.S. Marg,
Ghatkopar West, Mumbai – 400 086.

Sub: Report on passing of resolutions through Postal Ballot Process

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer through Circular resolution on Tuesday, 1st March, 2022 for the purpose of scrutinizing the process of remote e-voting done through platform provided by Central Depository Services (India) Limited ('CDSL') in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolutions contained in the Postal Ballot Notice dated Tuesday, 1st March, 2022 of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder conducting process of remote e-voting on the resolution contained in the Notice dated Tuesday, 1st March, 2022 of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolution as stated below, based on the report generated from the remote e-voting system provided by CDSL the authorised agency engaged by the Company to provide remote e-voting facilities.

D. M. ZAVERI & Co.

Company Secretaries

 Dharmesh M. Zaveri

B Com., F.C.S.

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I submit my report as under;

- 1.1. In view of the situation arising due to spread of Corona virus (COVID-19) pandemic and extended lockdown, MCA has issued various circulars providing certain relaxations for compliances under the provisions of the Act and the Rules made thereunder in respect of passing of ordinary and special resolutions by companies realizing the challenges faced by the companies in dispatching the physical Postal Ballot voting facility to members and accordingly the Company had made necessary arrangements with Central Depository Services (India) Limited (CDSL), the System provider for providing a facility of recording votes of the shareholders cast electronically through e-voting and to setup the e-voting facility on the CDSL e-voting platform available on its website; <https://www.evoting.com>.
- 1.2. The Company has completed dispatch of the Postal Ballot Notice on Tuesday, 8th March, 2022 electronically to the Members whose names appear in the List of Beneficial Owners received from National Securities Depository Limited/ Central Depository Services (India) Limited ('Depositories') as at the close of business hours on Friday, 4th March 2022 ('Cut-Off Date'). Members as on Cut-Off Date were entitled to vote by way of remote e-voting. The said Notice dated Tuesday, 1st March, 2022 was sent electronically to all Members to their email addresses registered with the Depository Participants and which are registered with RTA, as per the data downloaded from the National Securities Depository Limited and Central Depository Services (India) Limited (CDSL) as on Friday, 4th March, 2022 and published an advertisement on Wednesday, 9th March, 2022.
- 1.3. The remote e-voting period commenced on 9.00 a.m. (IST) on Wednesday, 9th March, 2022 and ended at 5.00 p.m. (IST) on Thursday, 7th April, 2022 for the Members exercising their vote through electronic voting. The remote e-voting module were disabled by Central Depository Services (India) Limited ('CDSL') for voting thereafter. All votes cast by e-voting through CDSL received Thursday, 7th April, 2022 at 5.00 p.m. being last date fixed by the Company for exercise of vote by electronic means, were considered for my scrutiny.
- 1.4. I have received a complete record of votes cast by electronic mode from CDSL, the agency for providing and supervising electronic platform on Thursday, 7th April, 2022 at 05.00 P.M. and which was closed by CDSL on Thursday, 7th April, 2022 at 5.05 p.m.

D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh M. Zaveri

B Com., F.C.S.

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1.5. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolution that was put to vote from report generated from e-voting platform provided by Central Depository Services (India) Limited is as under:

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 votes	No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos
Item No 1: Appointment of Mrs. Tejaswini More as an Independent Director of the Company. (Special Resolution)									
E-voting	9620919	29	9620508	99.9957	2	411	0.0043	0	0
Postal Ballot	0	0	0	0.0000	0	0	0.0000	0	0
Total	9620919	29	9620508	99.9957	2	411	0.0043	0	0

The resolution passed by requisite majority is as under;

Reference to provisions of Companies Act, 2013	Type and description of special resolution
Ordinary Resolution pursuant to Section 149, 150 and 152 and other applicable provisions of Companies Act, 2013 and the rules made thereunder.	Appointment of Mrs. Tejaswini More as an Independent Director of the Company.

1.6. The above mentioned resolutions is deemed to be passed by requisite majority as on the last date of receipt of postal ballot forms/ closing of e-voting i.e. Thursday, 7th April, 2022.

D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh M. Zaveri

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1.7. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co.
Company Secretaries

DHARMESH
MAHESHCHANDRA
ZAVERI

Digitally signed by DHARMESH MAHESHCHANDRA ZAVERI
DN: cn=PERSONAL, title=7146,
pseudonym=514b6af34d228fe53ded730f992b3003da0c1
3c1f9c890ccea6a5a16238bc3, postalCode=400067,
st=Maharashtra,
serialNumber=149f62e31aa1f442810af555d807815123c5be
3e0f9ca2c7858505dad43f22, cm=DHARMESH
MAHESHCHANDRA ZAVERI
Date: 2022.04.08 15:44:34 +05'30'

Dharmesh Zaveri
(Proprietor)
M. No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 8th April 2022

ICSI UDIN:- F005418D000049594



Amit Rambhia
Chairman & Managing Director