

September 28, 2021

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: Proceeding of the Fourteenth Annual General Meeting.
NSE Symbol- PANACHE**

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the Fourteenth Annual General Meeting ("AGM") of the Company held on Tuesday, September 28, 2021 at 3.00 pm through electronic mode (Video conference or other audio-video means) and concluded at 3:29 p.m.

We request you to take the aforesaid on records.

Thanking you,

Yours faithfully,

For Panache Digilife Limited



Harshil Chheda
Company Secretary & Compliance Officer

Encl.: a/a

PROCEEDINGS OF THE FOURTEENTH ANNUAL GENERAL MEETING ("AGM") OF PANACHE DIGILIFE LIMITED ("THE COMPANY") HELD ON TUESDAY, SEPTEMBER 28, 2021 AT 3:00 P.M. THROUGH ELECTRONIC MODE (VIDEO CONFERENCE OR OTHER AUDIO-VIDEO MEANS) AND CONCLUDED AT 3:29 P.M.

Present:

Mr. Amit Rambhia

Mr. Nikit Rambhia

Mr. Devchand Rambhia

Mr. Bhavin Adani

Mr. Shailesh Gala

Chairman & Managing Director

Joint Managing Director

Whole Time Director

Independent Director and Chairman of Nomination and Remuneration Committee

Independent director, Chairman of Audit Committee and Chairman of Stakeholder's Relationship Committee

In Attendance:

Mr. Harshil Chheda

Company Secretary

Leave of Absence:

Mrs. Meeta K. Mehta

Independent Director

Invitees:

Mr. Ketan Gada

Representative, M/s KPB & Associates

Mr. Dharmesh Zaveri

Representative, M/s D.M. Zaveri & Co & Scrutinizer

1. Mr. Harshil Chheda, Company Secretary walked the Members through instructions for participating in the Fourteenth Annual General Meeting ("AGM") through video conference. The facility for appointment of proxies by the Members was not applicable as the AGM was held through video conference and hence the proxy register was not available for inspection.
2. The documents / registers as per the regulatory requirement were available for inspection electronically to the Members requesting for the same.
3. The Company Secretary further informed the Members that the Company had provided remote e-voting facility to the Members to exercise their right to vote on the business items transacted at the AGM, by electronic means, between Saturday, September 25, 2021 to Monday, September 27, 2021 as stated in the Notice of AGM.
4. Mr. Amit Rambhia, Chairperson of the Board of Directors of the Company then welcomed the Members who were participating at the AGM through video conference held in accordance with the circulars issued by the Ministry of Corporate Affairs. Further, he informed the Members that the Company had taken all feasible efforts under the current circumstances to enable Members to participate through video conference and vote at the AGM. After confirming the requisite quorum was present through video conference, the Chairperson called the AGM to order and commenced the proceedings.
5. On request by the Chairperson, the other Board members who were attending the AGM through the video conference facility introduced themselves. The Chairperson informed the Members that due to last minute exigencies, Mrs. Meeta Mehta, Independent Director of the Company, was unable to attend the AGM. Thereafter, he introduced representatives of

M/s. KPB & Associates, Statutory Auditors and M/s. D.M. Zaveri & Co., Secretarial Auditors and the Company Secretary of the Company who were attending the meeting over video conference.

6. As a part of the Chairperson's address, the Chairperson provided the members an update on the Company's performance for FY 2020-21 along with snapshot on current on-goings, strategic directions and future outlook of the Company.
7. The Chairperson informed the Members that the Annual Report and the Notice convening the AGM had been sent through electronic mode and also made available on the website of the Company and the website of the National Stock Exchange of India Limited. With the Notice already circulated to all Members, the Notice convening the AGM, Report of Standalone Financial Statements by Statutory Auditor were taken as read as there were no observations or qualification in the said Reports having adverse effect on the functioning of the Company. Further, in compliance with Section 145 and Section 204 of the Companies Act, 2013, the qualification mentioned in Consolidated Financial Statements and Secretarial Audit Report were read by the Chairman respectively.
8. The Chairperson further informed the Members that those who had not voted through remote e-voting and who participated the AGM could vote through the e-voting process conducted at the AGM.
9. The Chairperson further informed that Mr. Dharmesh Zaveri, Practicing Company Secretary had been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
10. The Chairperson further informed that the results would be declared within 2 Working days from the conclusion of the AGM, based on the scrutinizer's report after taking into consideration the votes cast through remote e-voting and votes cast through e-voting at the AGM and the aforesaid would be displayed on the website of the Company and Central Depository Services (India) Limited (the agency appointed for conducting remote e-voting and e-voting at the AGM) post intimation to the stock exchanges.
11. The following business items were transacted at the meeting and passed with requisite majority.

Sr. No.	Particulars	Type of Resolution
Ordinary Business:		
1.	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and Auditors thereon, and Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the report of the Auditors thereon.	Ordinary
2.	Appointment of Mr. Nikit Rambhia, Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
Special Business:		
3.	Approval of Related Party Transactions	Ordinary

12. The Chairperson then informed the Members regarding the option given by the Company for registration by Members as Speaker to express their views / ask questions or send queries. However, no members had registered and accordingly there were no queries to be answered at the AGM.
13. The Chairperson further informed e-voting facility would remain open for 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility.
14. The Chairperson thanked the Members and the AGM was concluded at 3:29 p.m.
15. Thereafter, the voting process was concluded.

For Panache Digilife Limited



Harshil Chheda
Company Secretary & Compliance Officer