

PDEL:EGM:Corri:2023 – 24
December 13, 2023

To,
The Manager,
Listing & Compliance Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex, Bandra,
Mumbai – 400051
Security ID: PHANTOMFX

Dear Sir / Madam,

Subject : Corrigendum to the Notice of the Extra Ordinary General Meeting.

Reference : Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Notice of Extra-Ordinary General Meeting.

In continuation to our intimation dated November 24, 2023, we are submitting herewith the Corrigendum to the notice of Extra Ordinary General Meeting (“EGM”) scheduled to be held on Monday, December 18, 2023 at 3:30 p.m. (IST) through Video Conferencing / Other Audio-Visual Means.

The corrigendum shall be read with the Notice dated October 27, 2023 together with explanatory statement. All other particulars and details of the Notice of the EGM dated October 27, 2023, shall remain unchanged.

This corrigendum is also available on the Company’s website viz. www.phantomfx.com and on the website of National Stock Exchange of India Limited viz. www.nseindia.com.

You are requested to take the same on your record.

Thanking You,

Yours faithfully,

For Phantom Digital Effects Limited

PALLAVI
TONGIA
Digitally signed by
PALLAVI TONGIA
Date: 2023.12.13
18:06:08 +05'30'

Pallavi Tongia
Company Secretary

Encl: as above

SUB.: CORRIGENDUM TO NOTICE OF EXTRA-ORDINARY GENERAL MEETING (EGM)

Phantom Digital Effects Limited (“Company”) had issued a notice dated October 27, 2023 for convening an Extra-Ordinary General Meeting of the members of the Company (EGM Notice) on Monday, 18th December, 2023 at 3.30 p.m. through Video Conference (‘VC’)/ Other Audio Visual Means (‘OAVM’). The Notice of the EGM was dispatched to the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

This Corrigendum is being issued to give notice to amend/ provide additional details as mentioned herein and pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and applicable provisions of the Companies Act, 2013 and rules made thereunder read with the MCA Circulars,

All other contents of the EGM Notice, save and except as amended / clarified by this Corrigendum, shall remain unchanged.

Sr. No	Content of Resolutions / Explanatory Statement in the Notice	Modifications / Clarifications made
1	ITEM NO. 2 – <u>TO CONSIDER AND APPROVE THE PROPOSAL FOR CAPITAL RAISING IN ONE OR MORE TRanches BY WAY OF ISSUANCE OF EQUITY SHARES AND/OR EQUITY LINKED SECURITIES BY WAY OF QUALIFIED INSTITUTIONS PLACEMENT (“QIP”)</u> Resolution Pg No. 2 & 3: for an aggregate amount not exceeding ₹ 60,00,00,000 (Rupees Sixty Crore only) by way of qualified institutions placement to any eligible person(s) including qualified institutional buyers in terms of Chapter VI of the SEBI ICDR Regulations (the “Issue”).....	ITEM NO. 2 – <u>TO CONSIDER AND APPROVE THE PROPOSAL FOR CAPITAL RAISING IN ONE OR MORE TRanches BY WAY OF ISSUANCE OF EQUITY SHARES AND/OR EQUITY LINKED SECURITIES BY WAY OF QUALIFIED INSTITUTIONS PLACEMENT (“QIP”)</u> Resolution Pg No. 2 & 3: for an aggregate amount not exceeding ₹ 80,00,00,000 (Rupees Eighty Crore only) by way of qualified institutions placement to any eligible person(s) including qualified institutional buyers in terms of Chapter VI of the SEBI ICDR Regulations (the “Issue”).....
2	Explanatory Statement of item no. 2 pg no. 17– Particulars of the Issue Accordingly, the Board of Directors of the Company (at their meeting held on 27th October, 2023 approved the proposal to seek approval of the members by way of an enabling resolution for raising funds for an amount up to ₹ 60 Crores in one or more tranches, on such terms and conditions as it may deem fit,.....	Explanatory Statement of item no. 2 pg no. 17- Particulars of the Issue Accordingly, the Board of Directors of the Company (at their meeting held on 13th December, 2023 approved the proposal to seek approval of the members by way of an enabling resolution for raising funds for an amount up to ₹ 80 Crores in one or more tranches, on such terms and conditions as it may deem fit,.....
3	Basis or Justification of Pricing The price at which Securities shall be allotted in the Offering shall not be less than the price determined in accordance with the SEBI ICDR Regulations, through either the book building mechanism (in case of a public offer) or a prescribed formula, as the case maybe.	Basis or Justification of Pricing on page 19 The price at which the Securities shall be allotted in the offering shall be determined in accordance with the relevant provisions of the SEBI ICDR Regulations, the Companies Act, and any other applicable law. The resolution enables the Board or its duly constituted committee, in accordance with applicable law and in consultation with the Lead Managers/ placement agents/ underwriters or any such other intermediary, in accordance with applicable law, to offer a discount of not more than 5% or such percentage as may be permitted under applicable law on the floor price determined in accordance with the SEBI ICDR Regulations.

4	Other Material Terms Page No. 19	Other Material Terms on Pg No. 19 Addition of point (x): x. The resolution proposed is an enabling resolution and the exact price, final list of objects, estimated utilisation of the Net Proceeds, proportion and timing of the issue of the Securities in one or more tranches and the remaining detailed terms and conditions for the QIP will be decided by the Board or its duly constituted committee, in accordance with the SEBI ICDR Regulations, in consultation with book running lead manager and / or other advisor(s) appointed in relation to the QIP and such other authorities and agencies as may be required to be consulted by the Company. Further, the Company is yet to identify the investor(s) and decide the quantum of Securities to be issued to them at this point of time. Hence, the details of the proposed allottees, percentage of their post – QIP shareholding and the shareholding pattern of the Company are not provided.
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This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already been circulated to the Shareholders of the Company and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum. Accordingly, all concerned shareholders, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above changes.

This Corrigendum is also being published in the Financial Express (English Language) and Makkal Kural (Tamil Language) and Jansatta (Hindi Language) will also be made available on website of both the Stock Exchanges i.e. National Stock Exchange of India Limited, on the website of the Company at www.phantomfx.com and on the website of NSDL at www.evoting.nsdl.com/ CDSL at <https://www.evotingindia.com>

By Order of the Board,
For, Phantom Digital Effects Limited
Sd/-

Bejoy Arputharaj Sam Manohar
Chairman & Managing Director
DIN- 03459098

Date: December 13, 2023

Place: Chennai