

PDEL:NSE/EGM-Voting Results/2023-24

Date: December 19, 2023

To

The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051

Script ID: PHANTOMFX

Subject: Disclosure of Voting Results and Scrutinizer's report of the 1/2023 – 24 Extra Ordinary General Meeting of the Company held on Monday, December 18, 2023 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Dear Sir

With reference to the captioned subject, we wish to inform that 01/2023 – 24 Extra Ordinary General Meeting of M/S. PHANTOM DIGITAL EFFECTS LIMITED ("the Company") was held on Monday, December 18, 2023 at 03:30 p.m. (IST). The Company had provided remote e-Voting facility which was commenced from 9:00 am on Friday, December 15, 2023 and concluded at 05.00 pm on Sunday, December 17, 2023. Further, the facility of e-Voting was made available during the EGM for Members who had not cast their vote(s) prior to the meeting.

The Business mentioned in the Notice were transacted and all the resolutions were passed with requisite majority. In this regard, we enclose the following:

1. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 – Annexure - 1.
2. Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014-Annexure - 2.

The Voting results along with Scrutinizer Report will also be made available on Company's website at www.phantomfx.com

By order of the Board of Directors of
PHANTOM DIGITAL EFFECTS LIMITED
SAM MANOHAR
BEJOY
ARPUTHARAJ
BEJOY ARPUTHARAJ S
MANAGING DIRECTOR
DIN:03459098

Digitally signed by SAM
MANOHAR BEJOY
ARPUTHARAJ
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ANNEXURE – 1 VOTING RESULTS OF E-VOTING

PARTICULARS	DETAILS
Date & Time of EGM	Monday, December 18, 2023 Meeting started at 03:30 pm ended at 04.10 pm
Total number of shareholders on cut-off date (i.e. Monday, December 11, 2023)	2330
Voting Start Date and Time	Friday, December 15, 2023 (9.00 a.m. IST)
Voting End Date and Time	Sunday, December 17, 2023 (5.00 p.m. IST)
Number of members who participated through video conferencing: Promoter and Promoter Group: Public:	03 35

Sl. No.	Agenda Item of the EGM dated December 18, 2023	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1.	Increase in Authorised Share Capital of the Company and Consequential Alteration of Capital Clause of Memorandum of Association of the Company	Ordinary Resolution	E-voting	Passed with Requisite majority
2.	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”)	Special Resolution	E-voting	Passed with Requisite majority

Resolution No.1		Increase in Authorised Share Capital of the Company and Consequential Alteration of Capital Clause of Memorandum of Association of the Company						
Resolution required:							Ordinary	
Whether promoter/ promoter group are interested in the agenda / resolution?							No	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (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
A. Promoter and Promoter Group	E-Voting	74,40,600	74,40,600	100.00	74,40,600	Nil	100.00	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	TOTAL (A)	74,40,600	74,40,600	100.00	74,40,600	Nil	100.00	Nil
B. Public-Institutions	E-Voting	Nil	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	TOTAL (B)	-	-	-	-	-	-	-
C. Public-Non Institutions	E-Voting	41,99,400	1,92,000	4.57	1,92,000	Nil	100.00	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	TOTAL (C)	41,99,400	1,92,000	4.57	1,92,000	Nil	100.00	Nil
TOTAL (A+B+C)		1,16,40,000	76,32,600	65.57	76,32,600	Nil	100.00	Nil

Resolution No.2	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")							
Resolution required:						Special		
Whether promoter/ promoter group are interested in the agenda / resolution?						No		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (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
A. Promoter and Promoter Group	E-Voting	74,40,600	74,40,600	100.00	74,40,600	Nil	100.00	Nil
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	TOTAL (A)	74,40,600	74,40,600	100.00	74,40,600	Nil	100.00	Nil
B. Public-Institutions	E-Voting	Nil	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	TOTAL (B)	-	-	-	-	-	-	-
C. Public-Non Institutions	E-Voting	41,99,400	1,92,000	4.57	1,91,400	600	99.68	0.31
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	TOTAL (C)	41,99,400	1,92,000	4.57	1,91,400	600	99.69	0.31
TOTAL (A+B+C)		1,16,40,000	76,32,600	65.57	76,32,000	600	99.99	0.01

By order of the Board of Directors of
PHANTOM DIGITAL EFFECTS LIMITED

SAM MANOHAR
BEJOY ARPUTHARAJ

Digitally signed by SAM
MANOHAR BEJOY ARPUTHARAJ
Date: 2023.12.19 10:47:45 +05'30'

BEJOY ARPUTHARAJ S
MANAGING DIRECTOR
DIN: 03459098

Place : Chennai
Date : 19.12.2023



M.SUDHAKAR
(Advocate)

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CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairman
PHANTOM DIGITAL EFFECTS LIMITED
CIN:L92100TN2016PLC103929
6th Floor, Tower-B, Kosmo One Tech Park
No.14, 3rd Main Road, Ambattur, Chennai, 600058,
Tamilnadu, India

Dear Sir,

Ref.: Extra-ordinary General Meeting of PHANTOM DIGITAL EFFECTS LIMITED (PHANTOMFX), held on Monday, 18th December 2023 at 03:30 p.m through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

Sub.: Consolidated Scrutinizer's Report on Remote e-voting and e-voting at the EGM conducted in terms of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, M.Sudhakar, Practicing Advocate, having Enrolment Number MS.3908/2021, have been appointed as the Scrutinizer by the Board of Directors of Phantom Digital Effects Limited pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended) to scrutinize the process of remote electronic voting held between Friday, 15th December, 2023 at 09:00 A.M. to Sunday, 17th December, 2023 at 05:00 P.M. 1ST and e-voting during the EGM of the Company. The deemed venue for the Meeting was the Registered Office of the Company.

In compliance with Ministry of Corporate Affairs ("MCA") General Circular Nos.14/ 2020 dated April 8, 2020 and 17 / 2020 dated April 13, 2020 followed by General Circular Nos. 20/2020 dated May 5, 2020, No.02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, No. 21/2021 dated December 14, 2021, 10/2022 dated December 28, 2022 and 9/2023 dated September 25,2023 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July, 2023, the Notice dated 27th October 2023 convening Extra-ordinary General Meeting (EGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories. Further the Corrigendum dated 13th December 2023 related to Item No.2 of the EGM Notice was also sent only through electronic mode to those Members whose email addresses are registered with the RTA/Depositories to the members. The Notice calling the EGM and the Corrigendum to it had been uploaded on the website of the Company at www.phantomfx.com. The Notice could also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited ("NSE") www.nseindia.com and the





M.SUDHAKAR
(Advocate)

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EGM Notice was also available on the website of National Securities Depository Limited ("NSDL") (agency for providing the Remote e-Voting facility) i.e. www.evoting@nsdl.co.in.

Since this EGM was held pursuant to the MCA Circulars through VC or OAVM, physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting during EGM by the Shareholders of the Company.

The public advertisement with respect to dispatch of Notice of EGM and conducting of Remote e-voting was published in an English newspaper viz., "Financial Express" and a vernacular newspaper viz., "Makkal Kural" on 26th November, 2023. The public advertisement with respect to Corrigendum to Notice of EGM was published in an English newspaper viz., "Financial Express" in Hindi Newspaper viz., Jansatta and a vernacular newspaper viz., "Makkal Kural" on 14th December, 2023

The Shareholders of the Company holding shares as on the "cut-off" date i.e., Monday, December 11, 2023, were entitled to vote on the proposed resolution(s) as set out at item nos. 1 to 2 in the Notice of the EGM of the Company.

The Company had also provided the facility of E-voting during the EGM only to such members who have participated in the EGM through VC/OVAM and who had not cast their vote during remote E-voting period.

The voting period for remote e-voting commenced on Friday, 15th December, 2023 (09:00 A.M.) and ended on Sunday, 17th December, 2023 (05:00 P.M) 1ST and after fifteen minutes of the conclusion of the EGM, the NSDL e-voting platform was blocked. Thereafter, votes cast through remote e-voting and e-voting during the Extra-ordinary General Meeting of the Company, were then unblocked in the presence of the two witnesses not being in the employment of the Company

The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there under relating to voting through electronic means on the resolutions proposed in the said notice of EGM. My responsibility as Scrutinizers for the e-voting facility is restricted to make a Scrutinizer's Report of the votes cast "For" or "Against" the Resolutions stated in the Notice of the EGM dated 27th October 2023 read with Corrigendum dated 13th December 2023 to the EGM Notice. Based on the reports generated from the e-voting system provided by the service provider i.e. NSDL and documents furnished to us electronically by the Company and/or NSDL for my verification.

I have scrutinized and reviewed the remote e-voting and e-voting during EGM based on the data downloaded from the NSDL e-voting system.





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Based on the results made available to me on the remote e-voting and e-voting conducted during the EGM of the Company, 51 Members have cast their votes through Remote e-Voting platform and 02 Members have cast their votes by means of e-Voting at the EGM. I submit herewith the Consolidated Report on the result of the remote e-voting and e-voting conducted at the meeting as below:-

Special Business	
Item No.	1
Subject Matter of the Resolution	Increase in Authorised Share Capital of the Company and consequential Alteration of Capital clause of Memorandum of Association of the Company
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at EGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	51	75,97,800	2	34,800	53	76,32,600	100.00
Dissent	-	-	-	-	-	-	-
Total	51	75,97,800	2	34,800	53	76,32,600	100.00
Abstain	-	-	-	-	-	-	-

Note:- Invalid Votes – Nil

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No.1 of the Notice dated 27/10/2023, has been passed with requisite majority.

Special Business	
Item No.	2
Subject Matter of the Resolution	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")
Type of Resolution	Special

Particulars	Remote e-votes		Voting at EGM		Total		Percentage %
	Number of Voters	Number of Votes	Number of Voters	Number of Votes	Number of Voters	Number of Votes	
Assent	51	75,97,800	1	3,4200	52	76,32,000	99.993
Dissent	-	-	1	600	1	600	0.007
Total	51	75,97,800	2	34,800	53	76,32,600	100.00
Abstain	-	-	-	-	-	-	-

Note:- Invalid Votes – Nil

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No.2 of the Notice dated 27/10/2023, has been passed with requisite majority





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(Advocate)

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The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Chairman/Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

The Company may accordingly declare the results of voting, as required.



M. Sudhakar
M.SUDHAKAR
Advocate
Enroll. No: MS.3908/2021

Date: 18/12/2023
Place: Chennai

Witnesses:

K. Ashwini

ASWINI.K
D/o.Vishwanathan Krishnan
No.354/B, 8th Street, Railway Quarters,
Ayanavaram, Chennai, 600023, Tamilnadu

P. Babu
BABU
S/o.Prabu Doss
No.21, Odai Paguthi, Dr.Ambedkar Nagar,
Kolathur, Chennai, 600099, Tamilnadu, India

Counter signed by
For PHANTOM DIGITAL EFFECTS LIMITED

[Signature]
Chairman



