Date: 17th February, 2025

To,
The Manager
Corporate Services
National Stock Exchange of India Limited
Exchange Plaza, 5ft Floor,'G' Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
Symbol: PPSL

Dear Sir/Mam,

Sub: Outcome of Board Meeting of Picturepost Studios Limited

This is to inform you under Regulation 30 any other Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that a meeting of the Board of Directors of the Company was held on **Monday, February 17, 2025** and the said meeting commenced at 5:00 p.m. and concluded at 7:30 p.m.

In the said meeting, the following agenda as were approved by the Board, amongst other things:

1. Taking note of Resignation of Non-Executive Independent Director:

Noting of cessation of Mr. Nitin Patodia, Director (DIN: 02642132) Non-Executive Independent Director of the Company and consequently as a member of the Nomination and Remuneration Committee of the Company with effect from end of working hours of 5th February 2025.

This disclosure is being made in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with sub-para 7B of Para A of Part A of Schedule III of the SEBI LODR Regulations, herewith:

Sr. No.	Particulars	Details
1	Reason for change viz. ~~appointment,~~ resignation, r~~emoval, death or otherwise~~	Mr. Nitin Patodia (DIN: 02642132) has submitted his resignation from the position of non-executive Independent Director of the Company with effect from February 05, 2025 due to his personal commitments.
2	Date of Cessation	Close of business hours on February 05, 2025
3	Brief Profile (Applicable in case of appointment)	Not Applicable
4	Disclosure of Relationships between directors (Applicable in case of appointment)	Not Applicable
5	Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Not Applicable

6	Letter of resignation along with detailed reason for resignation	Enclosed at **Annexure I**
7	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any	Nil
8	The independent director shall, along with the detailed reasons, also provide a confirmation that there are no other material reasons other than those provided.	Mr. Nitin Patodia has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter

2. Approval of reconstitution of Nomination and Remuneration Committee:

Consequent to the changes in the Composition of Board of Director of the Company, the Board of Directors have recommended and approved the reconstitution of Nomination and Remuneration Committee with effect from 17th February, 2025 as under:

Name of Director(s)	**Nature of Directorship**	**Designation in Committee**
Mr. Anirudh Ruia	Non-Executive Independent Director	Chairman
Mr. Suraj Sharma	Non-Executive Independent Director	Member
Mr. Gaurav Chaudhary	Non-Executive Independent Director	Member

3. Approval of keeping and maintaining of books of accounts, minutes books and other statutory records from its registered office to its corporate office

To keep and maintain the Books of Accounts, Minutes books and other Statutory Records at the Corporate Office of the Company situated at 901, 9th floor, Sapphire Building, Junction of S.V. Road & 1st Road, Khar (West), Khar Colony, Mumbai 400052 w.e.f. February 17, 2025.

4. Appointment of Secretarial Auditor:

The Board has approved the appointment of the Secretarial Auditor, N. Bagaria & Associates, Company Secretary in Practice, having office situated at Harish Compound, 1st Floor, Plot No. 19, Parsi Panchayat Road, Andheri (E), Mumbai 400069 for the Financial Year 2024- 2025 in accordance with Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules.

This disclosure is being made in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with sub-para 7B of Para A of Part A of Schedule III of the SEBI LODR Regulations, herewith:

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~	Appointment of N. Bagaria & Associates, Practicing Company Secretary as Secretarial Auditors
2	Date of Appointment	February 17, 2025
3	Brief Profile (Applicable in case of appointment)	**Name of Auditor:** N. Bagaria & Associates **Office Address:** Harish Compound, 1st Floor, Plot No. 19, Parsi Panchayat Road, Andheri (E), Mumbai 400069 **Field of Experience:** M/s. N. Bagaria & Associates is a firm of Practicing Company Secretaries which was established in Mumbai in the year 2003 to provide professional consultancy services in the field of Corporate Laws such as Companies Act, 2013, Limited Liability Partnership Act, 2008, Securities & Exchange Board of India Act, 1992, Foreign Exchange Management Act, 1999, Income Tax Act, 1961, Insolvency & Bankruptcy Code, 2016 etc. **Terms of appointment:** To conduct Secretarial Audit of the Company for the FY 2024-25 **About the auditor:** CS Narottam Bagaria, (FCA, FCS) is senior partner of the firm and is having more than 30 years of experience of compliances under the Companies Act, 1956/2013, project financing, corporate restructuring, mergers, demergers and acquisitions, income tax assessments and tax planning etc.
4	Disclosure of Relationships between directors (Applicable in case of appointment)	None

4. Appointment of Internal Auditor:

On recommendation of Audit Committee Meeting held on 17th February 2025, the Board has approved the appointment M/s. B. C. Maheshwari (M.No. 034800), Chartered Accountants, Mumbai as the Internal Auditor of the company to conduct the Internal Audit for the financial year 2024-2025 in accordance with Section 138 of the Companies Act, 2013 and Rules made thereunder.

This disclosure is being made in compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with sub-para 7B of Para A of Part A of Schedule III of the SEBI LODR Regulations, herewith:

Sr. No.	Particulars	Details
1	Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~	Appointment of M/s. B. C. Maheshwari (M.No. 034800), Chartered Accountants, Mumbai as the Internal Auditor
2	Date of Appointment	February 17, 2025
3	Brief Profile (Applicable in case of appointment)	**Name of Auditor:** Mr. B. C. Maheshwari **Office Address:** 105/A, Fort Foundation Building, Maharashtra Chamber of Commerce Land, Kalaghoda, Mumbai-400023 **Field of Experience:** Mr. B. C. Maheshwari is Fellow Member of The Institute of Chartered Accountants of India, having 40+ years of experience and proficiency in all matters related to in accounting, taxation, audit and related Services **Terms of appointment:** To conduct Internal Audit of the Company for the FY 2024-25
4	Disclosure of Relationships between directors (Applicable in case of appointment)	None

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Picturepost Studios Limited

PARISH TEKRIWAL Digitally signed by PARISH TEKRIWAL Date: 2025.02.17 19:40:20 +05'30'

Parish Tekriwal
Managing Director
DIN: 03530041

Place – Mumbai

Date: 5th February 2025

To
The Board of Directors
Picturepost Studios Limited
701, 7th Floor, Sapphire Building, Junction of S.V. Rd &
1st Rd, Khar (W), Khar Colony, Mumbai,
Maharashtra, India, 400052

Sub: Resignation Letter

Dear Sir/Madam,

I, **Nitin Patodia,** residing at Patodia Marg, E-120, Shastri Nagar, Jaipur, Rajasthan, India, 302016, owing to certain emerging unavoidable personal commitments, I hereby tender my resignation from the Non-Executive Independent Directorship of the Company with immediate effect.

Kindly accept this resignation letter as Non-Executive Independent Director of the Company and consequently as a member of the Nomination and Remuneration Committee and relive me from my duties with effect from end of my working hours today, 5th February, 2025. I thank the Board of Directors for my association during my tenure as Non-Executive Independent Director of the Company.

I confirm that there are no other material reasons for my resignation other than one mentioned above.

Kindly acknowledge the receipt of this resignation letter and arrange to submit the necessary forms with the office of the Registrar of Companies and stock exchange to that effect.

Thanking You,
Yours Faithfully

nitin

Nitin Patodia
Director
DIN: 02642132