

PCL/SE/12/2019-2020

30.12.2019

The Corporate Relationship Department The Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, <u>Mumbai-400 001</u>	The General Manager- Listing National Stock Exchange of India Ltd. "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), <u>Mumbai-400 051</u>
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Symbol/Script Code: (BSE)530555/(NSE) PARACABLES**Sub: Outcome of Postal Ballot**

Dear Sir,

In continuation to our letter dated 26.11.2019 Company had issued Postal Ballot Notice dated 08.11.2019 pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for seeking the approval of the Members of the Company, by way of Special Resolution in respect of the following, special business items as set out in the aforesaid Postal Ballot Notice:

Item No.	Description of the Resolution
1	Issue of upto 2,24,00,000 (Two Crore Twenty Four Lakhs) Equity Warrants convertible into equal number of equity shares to Promoters and persons/entities belonging to Promoter Group on preferential basis.

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure' Requirements) Regulations, 2015 and Secretarial Standard-2 issued by Institute of Company Secretary (ICSI), as amended from time to time, the Company had provided e-voting & postal ballot facility to its Shareholders whose names appeared on the Register of Members of the Company as on cut off date (i.e. 22nd November, 2019) for the purpose of e-voting/postal ballot for the resolution as set out in the Notice of Postal Ballot.



The e-voting facility was made available to the members through National Securities Depository Limited (NSDL) portal and was kept open from Friday, 29th November, 2019 (9.00 A.M.) (1ST) to Saturday, 28th December, 2019 (5.00 P.M.) (1ST).

Further, Mr. Abhishek Mittal, (Membership No. FCS-7273 & CP No.7943) Proprietor of Abhishek Mittal & Associates, Company Secretaries who was appointed as Scrutinizer by the Board of Directors of the Company at its meeting held on Friday, 8th November, 2019 for the aforesaid Postal Ballot process has submitted his report on 29th December, 2019.

As per the aforesaid Scrutinizer's Report, the Members of the Company have duly approved the above-mentioned Resolution as embodied in the Postal Ballot Notice dated 8th November, 2019 with requisite majority. The aforesaid resolutions are deemed to have been passed on the last date of e-voting and receipt of Postal Ballot forms i.e., Saturday, 28th December, 2019.

Accordingly, we are submitting herewith the following:

1. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Scrutinizer Report for E-voting and Postal Ballot.

The Voting results alongwith the Scrutinizer Report will also be made available on the Company's website (www.paramountcables.com).

This is for your information and records.

Thanking you.

For Paramount Communications Limited



(Rashi Goel)
Company Secretary & Compliance Officer
Encl.: As above

General information about company	
Scrip code	530555
NSE Symbol	PARACABLES
MSEI Symbol	NOTAPPLICABLE
ISIN	INE074B01023
Name of the company	PARAMOUNT COMMUNICATIONS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-12-2019
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	ABHISHEK MITTAL
Firms Name	ABHISHEK MITTAL & ASSOCIATES
Qualification	CS
Membership Number	F7273
Date of Board Meeting in which appointed	08-11-2019
Date of Issuance of Report to the company	29-12-2019



Voting results	
Record date	22-11-2019
Total number of shareholders on record date	26944
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issue of Equity Warrants convertible into equal number of Equity Shares to Promoters and persons/entities belonging to Promoter group on preferential basis				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	97410598	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		97410598	0	0	0	0	0
Public- Institutions	E-Voting	2923126	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2923126	0	0	0	0	0
Public- Non Institutions	E-Voting	71450241	9977843	13.9647	9825333	152510	98.4715	1.5285
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		2401	0.0034	1221	1180	50.8538	49.1462
	Total		71450241	9980244	13.9681	9826554	153690	98.4601
Total		171783965	9980244	5.8098	9826554	153690	98.4601	1.5399
				Whether resolution is Pass or Not.				Yes
				Disclosure of notes on resolution				



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Scrutinizer Report

To
The Chairman & CEO
Paramount Communications Limited
CIN: L74899DL1994PLC061295
C-125, Naraina Industrial Area,
Phase-1, New Delhi-110028

Report on Result of Postal Ballot / E-Voting

Dear Sir,

In terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulation, 2015, Secretarial Standard – 2 on "General Meeting" issued by the Institute of the Company Secretaries of India and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force), I have been appointed as Scrutinizer by the Board of Directors of **Paramount Communications Limited** ("the Company") in their meeting held on November 8, 2019 to conduct the Postal Ballot / e-voting process in a fair and transparent manner in respect of the following resolution:

S. No.	Type of Resolution	Particulars
1.	Special Resolution	Issue of Equity warrants convertible into equal number of equity shares to Promoters and persons/entities belonging to Promoter Group on preferential basis.

I submit my report as under:

1. The Company completed dispatch of Postal Ballot Notice forms on Thursday, 28th November, 2019 to its Members, whose names appeared in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 22nd November, 2019:
 - a) through physical mode, along with a self-addressed postage prepaid business reply envelope to all the members;
 - b) through e-mail also to the members whose e-mail addresses were registered with the Depositories/Company's Registrar/Transfer Agent as on Friday, 22nd November, 2019;



2. The Company published an advertisement regarding dispatch of postal ballot forms, notices etc. in English Daily "Financial Express" and in Hindi Daily "Jansatta" on 29th November, 2019.
3. The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility. Shareholders who opted for e-voting facility have cast their votes on the designated website of National Securities Depository Limited ("NSDL") e-voting platform viz. www.evoting.nsdl.com
4. The postal ballot forms received by post/courier were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The e-voting was maintained by NSDL in electronic registry.
5. I monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on its designated website i.e. www.evoting.nsdl.com
6. The e-votes were unblocked on 28th December, 2019 in the presence of two witnesses, Ms. Sonal Arora, D/o Sh. Kuldeep Baweja R/o House No. 361/6, Near Quilla, Panipat - 132103 and Ms. Akansha Jain, D/o Sh. Anit Kumar Jain R/o D-33, Neelkanth Apartment, Patparganj, New Delhi - 110092, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence;



.....
(Sonal Arora)



.....
(Akansha Jain)

7. The particulars of all postal ballot forms received from the members as well as e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for that purpose.
8. All postal ballot forms received and e-votes cast up to 5:00 p.m. on Saturday, 28th December, 2019 i.e. the last date and time fixed by the Company for casting votes through postal ballot forms or e-voting, were considered
9. The postal ballot forms and electronic ballots were matched with the Register of Members / beneficiary data of the Company as on Friday, 22nd November, 2019 as provided by the RTA. It is further submitted that there was no mismatch of the shareholding as mentioned in the postal ballot forms and RTA records. Further, if any shareholder voted for lesser number of shares than those held by him, the votes polled were considered for the purpose of this report.
10. The shareholders exercised their voting either by e-voting or physical mode. There was no shareholder who opted for both the facilities.


The circular stamp contains the text: "M. S. MITAL & ASSOCIATES", "CHARTERED ACCOUNTANTS", "NEW DELHI", and "REGD. OFFICE: 101, ANAND VIHAR, NEW DELHI - 110029".


11. The total issued and paid up Equity Share Capital of the Company as on Friday, 22nd November, 2019 was Rs. 34,35,67,930/- (Rupees Thirty Four Crores Thirty Five Lacs Sixty Seven Thousand Nine Hundred and Thirty Only) divided into 17,17,83,965 (Seventeen Crore Seventeen Lacs Eighty Three Thousand Nine Hundred and Sixty Five Only) Equity Shares of Rs.2/- (Rupees Two Only) each.
12. A summary of the postal ballots / e-voting is as under:
- I. Issue of upto 2,24,00,000 (Two Crore Twenty Four Lakhs) Equity warrants convertible into equal number of equity shares to Promoters and persons/entities belonging to Promoter Group on preferential basis.(**Special Resolution**)

Particulars	E-voting	Postal Ballot	Total	Percentage of Total Valid Votes
Total Votes Cast	99,77,843	2,401	99,80,244	N. A.
Less: Invalid Votes	0	0	0	N. A.
Net Valid Votes	99,77,843	2,401	99,80,244	N. A.
Votes with Assent	98,25,333	1,221	98,26,554	98.46%
Votes with Dissent	1,52,510	1,180	1,53,690	01.54%

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

13. I will hand over the postal ballot forms and other related papers/registers and records to the Company after signing of minutes by the Chairman of the Company.
14. You may accordingly declare the result of the voting by Postal Ballot.

For Abhishek Mittal & Associates


 (CS Abhishek Mittal)
 Proprietor
 M. No. F7273C.P. No. 7943

Date: 29.12.2019

Place: New Delhi

Counter Signed by
 For Paramount Communications Limited


 (CS Rashi Goel)
 Company Secretary
 M. No. F9577