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**INTERNATIONAL
LIMITED**

3rd/4th FLOOR, GOPALA TOWER, 25 RAJENDRA PLACE, NEW DELHI-110008(INDIA)
TEL. : (91-11) 2574 7696, 2575 1934/35/36, FAX : (91-11) 2575 1937

Ref:-**PINTL/SEC/AGM-2021-SCR/**

30.09.2020

To

BSE Ltd
Department of Corporate Services
1st Floor, P J Tower
Dalal Street, Mumbai - 400001

Ref: Section 108 of the Companies Act, 2013 and Rule 20(4)(XII) of the Companies (Management and Administration)Rule, 2014 and Regulation 44(3) of SEBI (LODR) Regulations, 2015

Scrip Code:- BSE- 526481

Sub: - Voting Results of 34th Annual General Meeting held on 29.09.2021 in PDF FILE

Dear Sir

We reference to above captioned matter, please note that in the 34th Annual General Meeting of the Company held on 29.09.2021 the members have passed all the items (Item 1 to 3) mentioned in the Notice.

The detailed results in pdf format as required are attached herewith submitted for your information and records.

We have already filed in xbrl format through www.listing.bseindia.com

Thanking You,

Yours faithfully,
For **PHOENIX INTERNATIONAL LIMITED**

NARENDER MAKKAR (DIN-00026857)
Director & Company Secretary

Encl:- as above

CIN: L74899DL1987PLC030092

FORM No. MGT-13
SCRUTINIZER'S REPORT
(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014)

To
The Chairman
Phoenix International Limited
3RD Floor, Gopala Tower, 25,
Rajendra Place, New Delhi-110008

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and electronic ballot forms received from the shareholders who do have access to e-voting.

I, Anant Kumar Mishra, Partner of M/s Anant & Co, Chartered Accountants, had been appointed as Scrutinizer by the Board of Directors of **Phoenix International Limited** ("the Company") vide resolution dated 13th August, 2021 pursuant to Section 108 of the Companies Act, 2013, to conduct the electronic voting process and to scrutinize the electronic ballot forms received from the shareholders in respect of the below mentioned resolution to be passed 34th Annual General Meeting of the Company to be held on 29th September, 2021.

The notice dated 13th August, 2021 Convening Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions to be passed at the said AGM held on 29th September, 2021.

The Company has availed the e-voting facility offered by National Security Depository Limited (NSDL) for conducting e-voting by the shareholder of the company. The Company has also provided option by electronic mode through VC /OAVM to the members who do not access to e-voting facility.

The shareholder of the company holding share as on "the cut-off" date 22nd September, 2021, were entitled to vote on the proposed resolution as set out at item nos. 1 to 3 in the notice of the 34th AGM of Phoenix International Limited.

The voting period for e-voting commenced on 26th September, 2021 (9:00 am) and ends on 28th September, 2021 and the NSDL e-voting platform was blocked thereafter and the voted cast under e-voting facility were then unblocked in the presence of the two witness who were not in the employment of the company. Votes cast through electronic ballot forms received on 29th September, 2021 (4:15 PM) were considered.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered there in based on the date downloaded from the NSDL, e-voting system and the ballot forms received respectively.



Anant & Co

Chartered Accountants

I now submit my report as under on the result of the voting through electronic means and physical modes in respect of the said resolution.

Resolution No 1

Nature Ordinary Resolution
Of Resolution

Subject To receive, consider and adopt the audited Financial Statement of The company (including Audited consolidated financial statements) for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

Details of voting	Number of Members Voted	Votes	Assent (For) No of votes Ratio	Dissent (Against) No of votes Ratio	Invalid Votes No of votes
Poll at AGM	0	0	0 0%	0 0.00%	0
E-Voting	82	9375277	9375253 99.99%	24 0.01%	0

Resolution No 2

Nature Ordinary Resolution
Of Resolution

SubjectMatter To appoint a Director in place of Mr. Narender Kumar Makkar (DIN: 00026857), who retires by rotation Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Details of voting	Number of Members Voted	Votes	Assent (For) No of votes Ratio	Dissent (Against) No of votes Ratio	Invalid Votes No of votes
Poll at AGM	0	0	00%	0 0.00%	0
E-Voting	83	9545825	9544810 99.98%	1015 0.02%	0



Anant & Co

Chartered Accountants

Resolution No

3

Nature
Of Resolution

Special Resolution

Subject Matter
To Appointment of and payment of remuneration to Mr. Narender Kumar Makkar as Chief Finance Officer of the Company.

Details of voting	Number of Members Voted	Votes	Assent (For)		Dissent (Against)		Invalid Votes No of votes
			No of votes	Ratio	No of votes	Ratio	
Poll at AGM	0	0	00%		0	0.00%	0
E-Voting	83	9545825	9544810	99.98%	1015	0.02%	0

All of the above-mentioned resolutions have been passed with requisite majority.

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our custody until the chairman considers, approves and signs the minutes aforesaid Annual General Meeting and the same are handed over to the company secretary for safe custody.

Thanking you,

Anant & Co

Chartered Accountants

UDIN: 21519542AAAAAC8291

Anant Kumar Mishra

Partner

M.No. 519542

Place: New Delhi

Date: 30/09/2021

Witness:

1. Name : Abhishek;

2. Name : Rahul;

Chairman:

Narender Kumar Makkar.....