



Date: 30.08.2022

To,
**The Department of Corporate Services,
Bombay Stock Exchange Limited
Ground Floor, P.J. Towers,
Dalal Street Fort, Mumbai -400001**

Scrip Code – 501314

Sub- Outcome of 06/2022-2023 Board Meeting held on today i.e. Tuesday, 30th August, 2022

Dear Sir/ Madam,

Pursuant to Regulation 30 and 42 of SEBI (Listing obligation and Disclosure Requirements), 2015 this is to inform you that Board of Directors of Prismx Global Ventures Limited in their Meeting held on Tuesday, 30th August, 2022 at 3.00 P.M. and concluded at 6.01 P.M the Registered office of the Company at 1st Floor, Purva Building, Tejpal Scheme Road No. 3, Vile Parle (East), Mumbai- 400057 transacted and following matters:

1. Approved and recommended the appointment of Mr. Ravindra Bhaskar Deshmukh (DIN 00290973), who is retiring by rotation in terms of Section 152(6) of the Companies Act, 2013, in the ensuing Annual General Meeting for the approval of shareholders.
2. Approved and appointed Ms. Priyanka Ramesh Shetye (DIN: 09719611) as additional Non Executive Non Independent Director of the Company w.e.f. 30.08.2022 and recommended her regularization for a period of 5 years in the ensuing Annual General Meeting by the shareholders.
3. Approved the regularization of Mr. Sandeep Kumar Sahu (DIN: 06396817) as Non Executive Independent Director of the Company, subject to the shareholder's approval in upcoming Annual General Meeting.
4. Approved the regularization of Mr. Ketan Vyas (DIN: 09053821) as Non Executive Independent Director of the Company, subject to the shareholder's approval in upcoming Annual General Meeting.
5. Approved the regularization of Mrs. Ankita Hasmukhdas Sethi (DIN: 08467476) as Non Executive Independent Director of the Company, subject to the shareholder's approval in upcoming Annual General Meeting.
6. Approved the Increase in Authorised Share Capital of the Company from Rs 43,25,00,000 (Rupees Forty Three Crores Twenty-Five Lakhs) to Rs 44,25,00,000 (Rupees Forty Four Crores Twenty-Five Lakhs).



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7. Approved the alteration of the Clause – V (Capital Clause) of Memorandum of Association relating to Share Capital of the company, subject to the shareholder's approval in upcoming Annual General Meeting.
8. Approved the Acquisition up to 25,75,740 equity shares of Prime Flix Private Limited ("PFPL") for a total purchase consideration of Rs. 20,86,34,940/- (Rupees Twenty Crores Eighty Six Lakhs Thirty Four Thousand Nine Hundred Forty Only) at a price of Rs. 81/- (Rupees Eighty One Only) per equity share by issuance and allotment of up to 3,47,72,490 fully paid-up equity shares of the Company having face value of Re. 1/- (Rupee One Only) each at a price of Rs. 6/- (Rupees Six Only) per equity share (including a premium of Rs. 5/- per share) determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of entire purchase consideration) to the shareholders of PFPL. Pursuant to this acquisition PFPL will become the wholly owned subsidiary of Prismx Global Ventures Limited. The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as **Annexure-A**.
9. Approved offer, Issue and Allot 3,47,72,490 Equity Shares of face value Re. 1/- at a price of Rs. 6/- per share (including premium of Rs. 5/- per share) on Preferential Basis to Non-promoters for consideration other than cash (share swap). The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as **Annexure-B**.
10. Approved the increase in limit to make investment, loan/guarantee & advances in excess of limits specified under section 186 of Companies Act, 2013 up to Rs. 150 crores, subject to the shareholder's approval in upcoming Annual General Meeting.
11. Approved the increase in limit of Related Party Transaction up to Rs. 150 crores subject to the shareholder's approval in upcoming Annual General Meeting.
12. Approved the increase in limit of borrowing power in excess of limits specified under section 180 (1) (c) of Companies Act, 2013 up to Rs. 150 crores, subject to the shareholder's approval in upcoming Annual General Meeting.
13. Approved and authorized the Board for the utilization of funds as per the Objects of the Memorandum of Association of the company in addition to the Objects mentioned in the Letter of Offer for Right Issue dated March 08, 2022 subject to the shareholder's approval in upcoming Annual General Meeting.
14. Approved and adopted the Directors Report along with all necessary annexure thereof, Management Discussion Analysis and Corporate Governance Report for the FY 2021-22.



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15. The Board of Director of the Company has fixed the date for Book Closure for the purpose of 49th Annual General Meeting of the Company from 24th September, 2022 to 30th September, 2022 (both days inclusive).
16. The Board appointed Mr. Nitesh Chaudhary, Practicing Company Secretary (Membership No. FCS - 10010), proprietor of M/s. Nitesh Chaudhary & Associates as the Scrutinizer for conducting e-voting and poll process for 49th Annual General Meeting of the Company.
17. Took on records the Comments/Qualification made by Secretarial Auditors in their Secretarial Audit Report for the F.Y 2021-2022, board discussed and gave necessary response on the same.
18. Approved CEO & CFO Certifications as on 31.03.2022.
19. Took note on status of Statutory Registers maintained under Companies Act, 2013.
20. Authorization to Mr. Ravindra Bhaskar Deshmukh, Executive Director and /or Ms. Shreya Garg Company Secretary of the Company to be responsible for entire poll process and e-voting.
21. Approved the Notice for 49th Annual General Meeting of the Company to be held on 30th September, 2022 at 02:00 P.M., through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM').
22. Approved and authorised to the Directors or Authorised Representatives of the Company to attend the Annual General Meeting of investee companies.
23. Performance evaluation of Auditors done by Audit Committee.

We hope you will find it in order and request you to take the same on your records.

Yours Faithfully,
For Prismx Global Ventures Limited

Ravindra Bhaskar Deshmukh
Executive Director
DIN -00290973
Encl: As stated above



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Annexure A

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Prime Flix Capital Private Limited ("PFPL") Authorised Capital: Rs. 275.00 Lakhs Paid-up Capital: Rs. 257.57 Lakhs Turnover as at March 31, 2022 (Audited): Rs. 268.50 Lakhs
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length".	The acquisition of shares of PFPL by the Company does not fall under related party transactions with Company/group companies.
3.	Industry to which the entity being acquired belongs.	Media and Entertainment
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	PFPL is in the business of media and entertainment and has their own OTT Platform and since Prismx Global ventures Limited has also recently ventured into the OTT Platform business through its App –GudGudi the management thinks this acquisition will help to expand its business and benefit with the already established business and expertise of PFPL
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	No governmental or regulatory approvals required for the acquisition.
6.	Indicative time period for completion of the acquisition.	The Acquisition will be completed within a period of 15 (fifteen) days from the later of: (i) date of the approval of special resolution for preferential issue of equity shares; or (ii) receipt of last of the approval/ permission required for allotment under the preferential issue from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the stock exchanges) for issuance of the equity shares to the proposed allottees.
7.	Nature of consideration -whether cash consideration or share swap and details of the same.	Issue of shares for consideration other than cash (Share Swap)



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		The Company will issue and allot 3,47,72,490 fully paid-up equity shares having face value of Re. 1/- (Rupee One Only) each at a price of Rs. 6/- (Rupees Six Only) per share (including premium of Rs. 5/- per share) which is the price determined in accordance with chapter V of the SEBI ICDR Regulations per equity share for consideration other than cash (share swap), being discharge of total purchase consideration of Rs. 20,86,34,940/- (Rupees Twenty Crores Eighty Six Lakhs Thirty Four Thousand Nine Hundred Forty Only) for the acquisition of up to 25,75,740 equity shares of PFPL at a price of Rs. 81/- (Rupees Eighty One Only) per equity share from PFPL's shareholders.						
8.	Cost of acquisition or the price at which the shares are acquired.	Acquisition of up to 25,75,740 equity shares of Prime Flix Private Limited ("PFPL") for a total purchase consideration of Rs. 20,86,34,940/- (Rupees Twenty Crores Eighty Six Lakhs Thirty Four Thousand Nine Hundred Forty Only) at a price of Rs. 81/- (Rupees Eighty One Only) per equity share by issuance and allotment of up to 3,47,72,490 fully paid-up equity shares of the Company having face value of Re. 1/- (Rupee One Only) each at a price of Rs. 6/- (Rupees Six Only) per equity share (including a premium of Rs. 5/- per share) determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of entire purchase consideration) from the shareholders of PFPL.						
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	100% of the shareholding in PFPL thus making it the wholly owned subsidiary of Prismx Global Ventures Limited.						
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	<p>PFPL was incorporated on 15-11-2019 and is in the business of online Streaming of TV Serials, Documentaries, Film and other Entertainment Programmes in where members can watch with the help of internet.</p> <p>Turnover for last three years (in Rs. Lakhs):</p> <table border="1"> <tr> <td>March 31, 2022 (Audited)</td> <td>268.49 Lacs</td> </tr> <tr> <td>March 31, 2021 (Audited)</td> <td>140.79 Lacs</td> </tr> <tr> <td>March 31, 2020 (Audited)</td> <td>44.37 Lacs</td> </tr> </table>	March 31, 2022 (Audited)	268.49 Lacs	March 31, 2021 (Audited)	140.79 Lacs	March 31, 2020 (Audited)	44.37 Lacs
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March 31, 2021 (Audited)	140.79 Lacs							
March 31, 2020 (Audited)	44.37 Lacs							





Annexure B

Sr. No.	Particulars	Issue of Equity Shares of the Company for Consideration Other than Cash (Share Swap)
1.	Type of Securities proposed to be issued (viz. Equity Shares, Convertibles etc.)	Equity Shares of face value Re. 1/- per share.
2.	Type of Issuance (further public Preferential Allotment offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 3,47,72,490 Equity Shares of face value Re. 1/- per share.
4.	Issue Price	Issue at price of Rs. 6/- (including premium of Rs. 5/-) as determined under Chapter V of SEBI ICDR Regulations.
5.	Names of the Investors	1. Wassup Media Private Limited 2. Sushil S. Deshpande 3. Delna S. Deshpande
6.	Tenure/ Conversion	Not Applicable



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