

September 08, 2026

To,
BSE Ltd.,
Corporate Relationship Dept,
P.J. Tower, Dalal Street,
Mumbai – 400 001.

BSE Scrip Code: 540027

Name of the Company: Prabhat Technologies (India) Limited

Sub: Notice of 18th Annual General Meeting of the Company

Dear Sir/ Madam,

Pursuant to the Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Notice of the 18th Annual General Meeting of the Company scheduled to be held on Wednesday, September 30, 2026 at 01.00 p.m. through Video Conferencing (VC) or Other Audio-Visual Means (OAVM).

Brief details of AGM are as follows:

Date and Time of AGM	Wednesday, 30-09-2026, 01:00 P.M.
Cut-off date for e-Voting	23-09-2026
Remote e-voting start date and time	27-09-2026, 09:00 A.M.
Remote e-voting end date and time	29-09-2026, 05:00 P.M.

Kindly take the same on record

Thanking You,

Yours Faithfully,

For Prabhat Entertainment Limited
(Formerly known as Prabhat Technologies (India) Limited)

Parag Rameshchandra Malde
Chief Financial Officer

Encl: a/a

PRABHAT ENTERTAINMENT LIMITED
(Formerly known as Prabhat Technologies (India) Limited)

CIN: L72100MH2007PLC169551

Reg. Office: 402, Western Edge-1, Kanakia Spaces, Western Express Highway, Borivali (East), Mumbai 400 066
Tel: +91 22 40676000 | Fax: +91 22 40676042 | Website: www.prabhatgroup.net | Email: cs@prabhatgroup.net

NOTICE OF 18th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 18th ANNUAL GENERAL MEETING OF THE MEMBERS OF PRABHAT ENTERTAINMENT LIMITED (FORMERLY KNOWN AS PRABHAT TECHNOLOGIES (INDIA) LIMITED) ("THE COMPANY") WILL BE HELD ON WEDNESDAY, SEPTEMBER 30, 2026 AT 1:00 P.M. IST THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM") DEEMED VENUE FOR THE AGM IS 402, WESTERN EDGE-1, KANAKIA SPACES, WESTERN EXPRESS HIGHWAY, BORIVALI (EAST), MUMBAI 400 066, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive consider, approve and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Director's Report and Auditor's Report.
2. To receive consider, approve and adopt the Audited Consolidated Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Director's Report and Auditor's Report.
3. To consider re-appointment of Mr. Chhedilal Pandey, Director (DIN: 10405681), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible offers himself for reappointment:
4. To discuss and approve appointment of M/s. Harish Arora & Associates, Chartered Accountants, (Firm Registration No. 015226C) as Statutory Auditors of the Company for second term of five consecutive years.

"RESOLVED THAT pursuant to the provisions of Section 139, Section 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Board of Directors, approval of the members of the Company be and is hereby accorded to the re-appointment M/s. Harish Arora & Associates, Chartered Accountants (Firm Registration No. 015226C), as the Statutory Auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of this Annual General Meeting till the conclusion of 23rd Annual General Meeting of the Company to conduct audit of the accounts of the Company for the Financial Year ending 31st March, 2027 till 31st March, 2031 at the remuneration as may be decided by the Board.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

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SPECIAL BUSINESS:

5. Regularization of Appointment of Mr. Aakash Vishwamani (DIN: 11712666), Tiwari as a Non-Executive Director

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Mr. Aakash Vishwamani Tiwari (DIN: 11712666), as Director (Non-Executive, Non-Independent) of the Company who was appointed as an Additional Director (Non-Executive) of the Company by the Board of Directors with effect from 15 May 2026 pursuant to Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his/her candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

6. Appointment of Secretarial Auditor of the Company

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 204 (1) of the Companies Act 2013 read with Rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof, and other applicable provisions if any of the Companies Act, 2013 and pursuant to Regulation 24A of SEBI (LODR) Regulation, 2015 and based on the recommendation and approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to appointment of M/s. Shekhawat & Associates, Practicing Company Secretaries (firm Registration Number S2017GJ507200), as the Secretarial Auditor of the Company for term of five consecutive years commencing from financial year 2026-27 till financial year 2030-31 to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution including certifying and filing of necessary forms/disclosures with the stock exchange and Registrar of Companies.”

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7. Approval to advance any loan/give guarantee/provide security u/s 185 of the Companies Act, 2013. To consider and if thought fit, to pass, with or without modifications the following resolution, as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the “Loan”) to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the “Entities”), of an aggregate amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores Only) at any point of time in its absolute discretion deem beneficial and in the best interest of the Company.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans/ Guarantees/Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company and subject to such other approvals, sanctions and consents as may be required, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee(s) constituted/ to be constituted by the Board to exercise its powers including powers conferred by this resolution and/or by duly authorized persons thereof for the time being exercising the powers conferred on the Board by this resolution) to: (a) give loans, from time to time on such terms and conditions as it may deem expedient to any

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person or other bodies corporate; (b) give guarantee or provide security in connection with a loan taken by subsidiaries / associates or any person or other body corporate; and (c) acquire by way of subscription, purchase or otherwise securities of any body corporate from time-to-time, in one or more tranches, upto an aggregate amount of Rs. 100 crores (Rs. One Hundred Crores only) outstanding at any point of time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided may exceed sixty percent of the total paid up share capital and free reserves and securities premium account or one hundred percent of its free reserves and securities premium account (whichever is higher) as per section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and finalize the terms and conditions while making investment(s) within the aforesaid limits including the power to transfer, lien and dispose of the investment(s) so made, from time-to-time, giving loan(s) to any person or body corporate or giving guarantee(s) or providing security in connection with a loan(s) to any other person or body corporate as they may deem fit and in the best interest of the Company and to execute all deeds, documents and other writings.

RESOLVED FURTHER THAT the Board be and are hereby authorized to do all such acts, deeds, matters and things to the extent it may be desirable and expedient to give effect to the aforesaid resolution including the power to settle any and all the questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further approval of the members of the Company.”

9. To increase borrowing powers of the board under Section 180(1) (c) of the Companies, Act, 2013. To consider, and if thought fit, to pass, with or without modifications, the following resolution as a Special Resolution:

“RESOLVED FURTHER THAT in supersession of all the earlier resolutions passed in this regard and subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or any body corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs. 100/- crores (Rupees One Hundred Crores only) for the Company, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.

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RESOLVED FURTHER THAT any Director or the Company Secretary be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

**For and on Behalf of the Board of Directors of
Prabhat Entertainment Limited
(Formerly Known as Prabhat Technologies (India) Limited)**

**Sd/-
Anil Kumar Sinha
Director
DIN: 10405808**

Registered Office: 402, Western Edge I,
Kanakia Spaces, Western Express Highway,
Borivali (East),
Mumbai – 400 066.
Place: Mumbai
Date: September 5, 2026

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Notes:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.prabhatgroup.net. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

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7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time
8. The result of the e-voting shall be published by the Director of the Company on or before Thursday, Friday, October 02, 2026.
9. All documents referred to in this notice are open for inspection at the Registered Office of the Company between 11.00 am to 4.00 pm on any working day till the date of AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Sunday, September 27, 2026 at 9:00 A.M. and ends on Tuesday, September 29, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-

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- Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
 3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “**Login**” which is available under ‘**Shareholder/Member**’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
 5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



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Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

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Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****

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c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
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5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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(Formerly known as Prabhat Technologies (India) Limited)

CIN: L72100MH2007PLC169551

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1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
 3. Now you are ready for e-Voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
 5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csmonikasankhla@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Rahul Rajbhar at evoting@nsdl.com

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Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@prabhatgroup.net.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@prabhatgroup.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “Join meeting” menu against company name. You are requested

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to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@prabhatgroup.in. The same will be replied by the company suitably.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item No. 3: Ordinary Business

The Company proposes to re-appoint Mr. Chhedilal Pandey (DIN: 10405681), Director of the Company, who retires by rotation at the ensuing Annual General Meeting in accordance with the provisions of Section 152(6) of the Companies Act, 2013 and, being eligible, has offered himself for re-appointment.

Mr. Chhedilal Pandey has been associated with the Company and has contributed significantly to its management and growth. The Board considers his continued association to be beneficial to the Company.

Details of Mr. Chhedilal Pandey is provided in the “**Annexure-1**” to the Notice.

Item No. 4: Ordinary Business

M/s. Harish Arora & Associates, Chartered Accountants, having Firm Registration No. (015226C), were appointed as the Statutory Auditors of the Company at the 12th Annual General Meeting, to hold office for a period of five consecutive years, from the conclusion of the Annual General Meeting until the conclusion of the 17th Annual General Meeting.

“The Company was under CIRP during the relevant period, pursuant to which the powers of the Board of Directors were suspended and vested with the Resolution Professional under Section 17 of the IBC. Consequently, in the 17th AGM of the Company matter relating to the Statutory Auditors could not be considered by the Members. Following approval and implementation of the Resolution Plan by the Hon’ble NCLT and reconstitution of the Board, the Company is now placing the matter before the Members for consideration at the ensuing AGM.”

Accordingly, the present term of M/s. Harish Arora & Associates as Statutory Auditors of the Company expires at the conclusion of the 17th Annual General Meeting.

The Auditors have confirmed that they are eligible for re-appointment and have given their consent to act as Statutory Auditors of the Company for a further term. They have also confirmed that their re-appointment, if made, shall be in accordance with the applicable provisions of Sections 139 and 141 of the Companies Act, 2013 and the rules made thereunder.

In terms of Section 139 of the Companies Act, 2013, an audit firm may be appointed for a maximum of two consecutive terms of five years each, subject to the applicable provisions of the Act.

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Accordingly, the Board of Directors has proposed the re-appointment of M/s. Harish Arora & Associates, Chartered Accountants (Firm Registration No. 015226C), as Statutory Auditors of the Company for the second term of five consecutive years, from the conclusion of this Annual General Meeting until the conclusion of the 23rd Annual General Meeting, at such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors.

The Board recommends the resolution set out at Item No. 4 of the accompanying Notice for approval of the Members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 5: Special Business

Mr. Aakash Vishwamani Tiwari (DIN: 11712666) was appointed as an Additional Director in the capacity of Non-Executive Non-Independent Director of the Company by the Board of Directors with effect from 15 May 2026, pursuant to the provisions of Section 161(1) of the Companies Act, 2013. He holds office up to the date of the ensuing Annual General Meeting. The Company has received the requisite consent, disclosures and declarations from him and he is eligible for appointment as a Director under the applicable provisions of the Companies Act, 2013. Accordingly, the Board proposes to regularise his appointment as a Non-Executive Non-Independent Director, liable to retire by rotation, subject to approval of the Members.

The Board recommends the resolution set out at Item No. 5 for approval of the Members as an Ordinary Resolution. None of the Directors, Key Managerial Personnel of the Company or their respective relatives, except Mr. Aakash Vishwamani Tiwari, is concerned or interested, financially or otherwise, in the proposed resolution.

Details of Mr. Aakash Vishwamani Tiwari is provided in the “Annexure-II” to the Notice.

Item No. 6: Special Business

Appointment of Secretarial Auditor of the Company

In accordance with Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is required to appoint a Secretarial Auditor in accordance with the applicable provisions.

Accordingly, based on the recommendation of the Board of Directors at its meeting held on 30 September 2025, the Board approved the appointment of M/s Shekhawat & Associates, Company Secretaries (Firm Registration No. S2017GJ507200) as the Secretarial Auditor of the Company, subject to approval of the Members.

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M/s Shekhawat & Associates have confirmed their eligibility, independence and consent to act as Secretarial Auditor and have further confirmed that they hold a valid Peer Review Certificate issued by the Institute of Company Secretaries of India and are not disqualified from such appointment.

The Board, while recommending their appointment, considered their professional experience, technical expertise, industry knowledge and capability to undertake the Secretarial Audit of the Company.

The appointment is proposed for a term of five consecutive years commencing from FY 2024-25 to FY 2028-29, at such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditor.

The Board of Directors, at its meeting held on 30 September 2025, appointed M/s Shekhawat & Associates, Company Secretaries (Firm Registration No. S2017GJ507200) as the Secretarial Auditor of the Company for conducting the Secretarial Audit for the financial year 2024-25, subject to approval of the Members. However, due to the Company being under Corporate Insolvency Resolution Process (CIRP), the Annual General Meeting for FY 2024-25 could not be convened and the said appointment could not be placed before the Members for their approval. Pursuant to the approval and implementation of the Resolution Plan and reconstitution of the Board, the matter is now being placed before the Members for their approval at the ensuing Annual General Meeting.

The Board of Directors recommends the resolution set out at Item No. 6 for approval of the Members as an Ordinary Resolution.

Item No. 7: Special Business

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting. It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested including loan(s) including loan represented by way of Book Debt already made, and/or already provided guarantee(s) and/or provided security(ies) in connection with any loans already taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for the purpose of working capital requirements including purchase of fixed assets, transportation activities and trading activities including other ancillary business activities as may be

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required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item no. 1. The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time on such terms, as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only. The Board of Directors recommend the resolution set forth in Item no. 7 for your approval as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise in the resolution except to the extent of their directorship and shareholding in the body corporate(s)/ person (s).

Item No. 8: Special Business

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required. Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders / members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account. Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders by way of special resolution for an amount not exceeding Rs.100 Crores (Rupees One Hundred Crores Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013. The Directors therefore, recommend the Special Resolution for approval of the shareholders.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

Item No. 9: Special Business

To meet the Company's working capital, business operations, expansion and other financial requirements, the Company may need to borrow funds from banks, financial institutions and other lending institutions from time to time.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the approval of the members by way of a Special Resolution is required where the proposed borrowings, together with the

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existing borrowings, exceed the aggregate of the paid-up share capital, free reserves and securities premium account of the Company.

Accordingly, it is proposed to obtain the approval of the members of the Company to enable the Board of Directors to borrow monies, from time to time, up to an aggregate limit of Rs.100 Crores (Rupees One Hundred Crores only), notwithstanding that the aggregate of the monies already borrowed and the monies proposed to be borrowed may exceed the aggregate of the paid-up share capital, free reserves and securities premium account of the Company.

The Board of Directors recommends the Special Resolution set out at Item No. 9 of the accompanying Notice for approval by the members.

None of the Directors, Key Managerial Personnel or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

**For and on Behalf of the Board of Directors of
Prabhat Entertainment Limited
(Formerly Known as Prabhat Technologies (India) Limited)**
Sd/-
Anil Kumar Sinha
Director
DIN: 10405808

Registered Office: 402, Western Edge I,
Kanakia Spaces, Western Express Highway,
Borivali (East),
Mumbai – 400 066.
Place: Mumbai
Date: September 5, 2026

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Annexure I

Details of Directors retiring by rotation at the Meeting:

Sr. No.	Disclosure Requirements	Details
1	Name	Mr. Chhedilal Pandey
2	DIN	10405681
3	Qualification	Graduate
4	Age	62
5	Experience (including expertise in specific functional area) / Brief Resume	Mr. Chhedilal Pandey has extensive experience in administration and management. He has been associated with various business activities and has good understanding of strategic and operational matters. His appointment will strengthen the Board's overall expertise.
6	Shareholding in the Company	Nil
7	Date of first appointment on the Board	November 03, 2026
8	Number of Equity Shares held in the Company	Nil
9	Membership/ Chairmanship of other Public Companies (includes only Audit Committee and Stakeholder Relationship Committee)	NA
10	Relationship with other Directors / Key Managerial Personnel	NA

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Annexure II

Aakash Vishwamani Tiwari

Sr. No.	Disclosure Requirements	Details
1	Name	Mr. Aakash Vishwamani Tiwari
2	DIN	11712666
3	Qualification	Diploma in 3D Animation and 3D Modeling from Kwantlen Polytechnic University,
4	Experience (including expertise in specific functional area) / Brief Resume	Mr. Aakash Vishwamani Tiwari holds Diploma in 3D Animation and 3D Modeling from Kwantlen Polytechnic University, Vancouver, and BSc in Animation and VFX from Bharathiar University, India. He brings expertise in 3D animation, modeling, and visual effects, with experience in creative leadership and project execution.
5	Shareholding in the Company	Nil
6	Date of first appointment on the Board	May 15, 2026
7	Number of Equity Shares held in the Company	Nil
8	Membership/ Chairmanship of other Public Companies (includes only Audit Committee and Stakeholder Relationship Committee)	NA
9	Relationship with other Directors / Key Managerial Personnel	NA

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