

March 02, 2026

The Manager
Corporate Relationship Department
BSE Limited
1st Floor, New Trading Wing,
Rotunda Building,
P J Towers, Dalal Street, Fort,
Mumbai - 400001

BSE Security Code: 538579

Sub: Outcome of the board meeting and disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Madam,

This is to inform you that the Board of Directors (“the Board”) of Zinema Media and Entertainment Limited (“the Company”) at its meeting held today i.e. Monday 02nd March, 2026 has inter-alia transacted the following business items:

- a) Issuance of **1,93,00,000** (One Crore and Ninty-three Lakh only) equity shares at a price of Rs. 10/- per equity against cash, determined in accordance with the applicable provisions of Chapter V of SEBI (ICDR) Regulation 2018, as amended on such terms and condition as may be determined by the Board and subject to approval of shareholders of the Company through extra ordinary general meeting and applicable regulatory authorities as the case may be, in accordance with the SEBI (ICDR) Regulations and other applicable laws. The requisite details are enclosed herewith as **“Annexure - 1”**
- b) The Board considered and approved the proposal for acquisition of up to 60% (Sixty Percent) equity stake in M/s Beontyme Technologies Private Limited, through preferential allotment of 6,000 (Six Thousand) equity shares of the Company of face value ₹10/- each, to the exciting shareholders M/s Beontyme Technologies Private Limited by way of share swap (for consideration other than cash), in accordance with the provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI Listing Regulations, and such other applicable laws, and subject to receipt of shareholders’ approval and all other applicable regulatory and statutory approvals, as may be required in this regard. The requisite details are enclosed herewith as **“Annexure - 2”**
- c) Approved the draft Notice of the Extraordinary General Meeting (“EGM”) of the Company along with the Explanatory Statement and matters incidental thereto, and further

ZINEMA MEDIA & ENTERTAINMENT LIMITED

Registered Office – New Door Number 57, Old Door No.57, Sathya dev Avenue MRC Nagar, Raja Annamalaipuram, Raja Annamalaipuram, Chennai: 600028

CIN: L24241TN1984PLC096136

Email id: trivikramaindustries@gmail.com; Tel: 044-48679669; Fax: 044-42134333

website: www.zinema.co.in

approved the convening of the said EGM to be held on Saturday 28th March 2026 through Video Conferencing / Other Audio Visual Means (VC/OAVM) to transact the businesses as set out in the Notice.

- d) Adopting the Valuation report issued by Registered Valuer to determine the valuation of Shares of Zinema Media & Entertainment Limited.
- e) Approved the appointment of M/s. P B & Associates Practicing Company Secretary as scrutinizer for the scrutiny of e-voting results and the EOGM proceedings;

The matters as stated above are subject to approval of members of the company.

These are also being uploaded on the company's website at www.zinema.co.in

Meeting of the Board of Directors commenced at 15:00P.M. and concluded at 16:30P.M.

You are requested to kindly take the above information on records.

Thanking you,

Yours Faithfully,

FOR ZINEMA MEDIA AND ENTERTAINMENT LIMITED

RAVEENA AGARWAL
COMPANY SECRETARY & COMPLIANCE OFFICER

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The details as required under SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023 with respect to issuance of securities is enclosed.

Additional information as required under Regulation 30 of the SEBI Listing Regulations read with the SEBI master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, regarding the aforesaid announcements are enclosed.

Annexure – 1

Details of the Issuance of Securities:

Sr. No.	Particulars	Details
1	Type of securities proposed to be issued	Equity Shares
2	Type of Issuance	Preferential Issue
3	Total number of securities proposed to be issued or total amount for which the securities will be issued	1,93,00,000 equity shares
4	In case of preferential issue the listed entity shall disclose the following additional details to the Stock Exchange(s):	As per List Attached
	i. Names of Investor(s)	
	ii. Post allotment of securities – outcome of the subscription, issue price	The Issue Price of the equity shares is Rs. 10/- determined as per the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018

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List of Proposed Allottee:

Sr. No.	Name of Proposed Allottees	Maximum Number of Equity Shares to be allotted
1	M Kiran Kumar	15,00,000
2	NOVA FILM STUDIOS LLP	50,00,000
3	Lords & Partners Property Management Service Private Limited	50,00,000
4	Dean Estates Private limited	15,00,000
5	Nova Life Space Private Limited	10,00,000
6	MI Lifestyle Marketing Global Private Limited	10,00,000
7	C.R. Vasudevan	10,00,000
8	Rajesh Chowdary	7,50,000
9	Rajesh Babu	10,00,000
10	Oasys Cybernetics Pvt. Ltd	5,00,000
11	C. Bharath Kumar Jain	3,00,000
12	Dipankar Chatterjee	2,50,000
13	Sebin AV	1,00,000
14	B. Sathya Prakash	2,00,000
15	Dinesh Raj	2,00,000
Total		1,93,00,000

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Details of the acquisition of equity shares of M/s Beontyme Technologies Private Limited offered by way of Preferential Issue:

Sr. No.	Particulars	Details									
1	Name of the target entity, details in brief such as size, turnover etc.	<p>M/s Beontyme Technologies Private Limited</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">Particulars</th> <th style="text-align: center;">Turnover as on March 31, 2025</th> <th style="text-align: center;">Net Worth as on March 31, 2025</th> </tr> </thead> <tbody> <tr> <td></td> <td style="text-align: center;">Nil</td> <td style="text-align: center;">Nil</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> </tbody> </table> <p>Brief details: Set out in paragraph 10 below.</p>	Particulars	Turnover as on March 31, 2025	Net Worth as on March 31, 2025		Nil	Nil			
Particulars	Turnover as on March 31, 2025	Net Worth as on March 31, 2025									
	Nil	Nil									
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 “arm’s length”	The proposed acquisition of equity shares of Beontyme Technologies Private Limited by way of preferential allotment is in compliance with the requirements of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and accordingly would not fall within the purview of ‘related party transactions’ as per the proviso to Regulation 2(zc) of the SEBI Listing Regulations.									
3	Industry to which the entity being acquired belongs	Media Services									
4	Objects and impact of acquisition	Growth of the Company									
5	Brief details of any governmental or regulatory approvals required for the acquisition	None									
6	Indicative time period for completion of the acquisition	Subject to necessary approvals of the stock exchanges as may be required, and subject to approval of Beontyme Technologies Private Limited shareholders for issue of equity shares									

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		on a preferential basis, the acquisition is expected to be completed in the next 2 to 4 months from the current date.
7	Consideration	Swap of Shares
8	Cost of acquisition and/or the price at which the shares are acquired	63 cr
9	Percentage of shareholding / control acquired and / or number of shares acquired	Percentage of shareholding acquired: 60%
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>Beontyme Technologies Private Limited was incorporated on December 13, 2021 engaged in the business of providing comprehensive services in the Media Services segment covering range of.</p> <p>The turnover of Beontyme Technologies Private Limited for the previous three financial years are as below:</p> <p>FY 2024-25: Rs. Nil</p> <p>FY 2023-24: Rs. Nil</p> <p>FY 2022-23: Rs. Nil</p>

Name of the Proposed Allottee	Category (Promoter/ Non - Promoter)	No. of securities to be allotted	Amount (Rs)
Nithyashree Ganapathy Subban	Non - Promoter	24,00,000	2,40,00,000
Dilipraj Dilli	Non - Promoter	21,00,000	2,10,00,000
Ramachandran Muthiah	Non - Promoter	9,00,000	90,00,000
Nikhil R	Non - Promoter	4,50,000	45,00,000
Ashish Batheja	Non - Promoter	4,50,000	45,00,000
			60,000,000

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