

August 23,2025

**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**

Subject: Outcome of 41st Annual General Meeting of the Company

The 41st (Forty-First) Annual General Meeting (the "AGM") of the Members of M/s Zinema Media and Entertainment Limited was held today on Saturday, the 23rd day of August, 2025 at 01:00 PM (IST) at "3rd Floor, B Block, Work Ez, 147 Pathari Road, Thousand Lights, Chennai - 600006.

We hereby wish to inform you that the Ordinary and the Special Businesses as listed in the Notice of the AGM have been approved with requisite majority at the AGM today and the details of the said businesses along with the profile of the Directors appointed at the AGM are given in the said Notice.

In this regard, please find enclosed the following:

1. Summary of proceedings of the AGM under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (**Annexure I**);

We request you to take the same on record.

Thanking you.
Yours faithfully,

FOR ZINEMA MEDIA AND ENTERTAINMENT LIMITED

**BASKARAN SATHYA PRAKASH
MANAGING DIRECTOR
DIN: 01786634**

Encl.: As Above

ZINEMA MEDIA & ENTERTAINMENT LIMITED

Registered Office - Third Floor, B Block, Work EZ, 147, Pathari Road, Thousand Lights, Chennai -600006

CIN: L24241TN1984PLC096136

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

website: www.zinema.co.in

SUMMARY OF PROCEEDINGS OF THE 41st ANNUAL GENERAL MEETING OF M/S ZINEMA MEDIA AND ENTERTAINMENT LIMITED

PRESENT

DIRECTOR:

Mr. Baskaran Sathya Prakash- Managing Director & Chairman
Mr. Dinesh Raj- Joint Managing Director
Mr. Sadasivam Anbazhagan-Independent Director
Mrs. Uma Maheswari-Independent Director
Mrs. Shivani Marda-Independent Director

IN ATTENTION

Mrs. Raveena Agarwal - Company Secretary
Mr. Anbalagan Dinesh- Chief Financial Officer
M/s. Ganesamoorthy.T & Associates - Statutory Auditor
Payal Bafna (Practicing Company Secretary) – Secretarial Auditor & Scrutinizer

Respected Sir/Madam,

The 41st (Forty-First) Annual General Meeting (the “AGM” or the “Meeting”) of the Members of M/s Zinema Media and Entertainment Limited (the “Company”) was duly convened and held on Saturday, August 23, 2025, at the Registered office of the Company at “3rd Floor, B Block, Work Ez, 147 Pathari Road, Thousand Lights, Chennai – 600006 and concluded at 01:45 PM.(IST) (including the time allowed for e-voting at AGM).

Mrs. Raveena Agarwal, Company Secretary, welcomed the Members attending the AGM and briefed about the guidelines to be followed during the Meeting for shareholders and registered speakers. Mr. Baskaran Sathya Prakash, Chairman of the Board of Directors of the Company Meeting greeted the Members and chaired the proceedings at the AGM.

As the requisite quorum was present, the Chairman called the Meeting to order.

Thereafter, he introduced other directors who joined the Meeting from various locations. All the directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee etc., were also present at the AGM.

The representative of M/s. M/s. Ganesamoorthy.T & Associates, the Statutory Auditors and Mrs. Payal Bafna, Scrutinizer & Secretarial Auditor for the year 2024-25 were also present at the Meeting.

Total 9 Members attended the AGM as per the attendance sheet

Thereafter, the Notice convening the 41st AGM (the “Notice”) was taken as read with the consent of the Members present. The Chairman mentioned that there were no qualifications, observations or other

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remarks made by the Auditors in their Report on the Financial Statements or by the Secretarial Auditor in her Secretarial Audit Report for the financial year ended March 31, 2025 which may have any adverse effect on the functioning of the Company. Hence, the Auditors' Report on the Financial Statement and the Secretarial Audit Report were not required to be read.

With the Consent of Shareholders, the notice convening the AGM along with director's report, auditor's report and management discussion and analysis report were taken as read.

After that Chairman has informed members about the current financial condition/performance of the Company and also about the outline of future activities of the Company. During the meeting the Chairman has answered to all the queries raised by the members.

The CFO, Mr. Anbalagan Dinesh, upon being invited by the Chairman, made a presentation on the business operations and performance of the Company.

Thereafter, the resolutions were tabled at the Meeting by the Chairman and he explained the objectives and implications of each item of businesses for consideration by the shareholders. The Chairman invited the Shareholders who had registered themselves as Speakers, to put forward their queries / feedback, if any, on the Reports and Financial Statements of the Company for the financial year ended March 31, 2025 and/or on the Agenda Items as contained in the Notice.

No Speakers expressed their feedback, queries and suggestions. The Chairman responded to the queries and provided necessary clarifications to the same.

The Chairman informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the MCA Circulars and Regulation 44 of the Listing Regulations, the Company had engaged the services of NSDL to provide remote e-Voting facility which commenced on Wednesday, 20th August 2025 at 09:00 A.M. and ends on Friday 22nd August 2025 at 05:00 P.M and e-Voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting.

The voting rights of the Members were reckoned based on the number of shares held by them as on the 'cut-off' date i.e., Friday 15th August 2025. CS Payal Bafna, Practising Company Secretary, (Membership No.: ACS-33026 and C.P. No. 12190), Kolkata, was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

Thereafter, the following businesses as set out in the Notice dated July 16, 2025 convening the AGM were transacted

Sl. No.	Particulars
ORDINARY BUSINESS (Ordinary Resolution)	
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon.
	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company

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	for the financial year ended March 31, 2025 together with the Report of Auditors thereon.
2	To consider & approve addendum to the main object clause of the Memorandum of Association
3	To consider & approve the change in designation of Mr. Sadasivam Anbazhagan (DIN: 08965772) from Director to Independent director
4	To appoint Appointment Of M/s P B & ASSOCIATES as a Secretarial Auditor for a term of five consecutive years.
5.	To declare Final Dividend on equity shares for the financial year ended 31st March 2025, The Board recommends a dividend of 0.50% (Rs. 0.05 per equity share of Rs.10/-) for the financial year ended 31st March 2025.
SPECIAL BUSINESS (Special Resolution)	
6	To approve increase in Authorised Share Capital and alteration of Memorandum of Association

The Chairman informed the Members that the consolidated e-voting results will be declared as per the details given in the Notice and concluded the proceedings of the Meeting after thanking the Directors and the Shareholders for joining the Meeting. The Meeting was concluded with a vote of thanks to the Chair. The e-Voting facility was kept open for the next 30 minutes to enable the Members to cast their votes.

The Chairman informed the members that scrutinizer's report on voting through e-voting shall be submitted to stock exchange in due course.

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, voting results of 41st Annual General Meeting shall be submitted to the Stock Exchange, shall also be uploaded on the official Company's official website www.zinema.co.in and shall also be placed at the registered office of the Company.

The AGM concluded with a vote of thanks to the Chair.

NOTES:

- The Company will separately intimate the results of e-voting to the Stock Exchanges.
- This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Yours faithfully

FOR ZINEMA MEDIA AND ENTERTAINMENT LIMITED

BASKARAN SATHYA PRAKASH
MANAGING DIRECTOR
DIN: 01786634