

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: Voting Results and Scrutinizer's Report relating to the 41st Annual General Meeting (AGM) of the Members of the Company held on Saturday, August 23,2025.**

Dear Sir,

In this regard, please find enclosed the Consolidated Scrutinizer's Report along with voting results on the Resolutions passed at the 41st AGM in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended).

We request you to take the same on record.

Thanking you,  
Yours faithfully,

**FOR ZINEMA MEDIA AND ENTERTAINMENT LIMITED**

BASKARAN  
SATHYA PRAKASH  
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SATHYA PRAKASH  
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**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

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### Scrutinizer's Report

{Pursuant to Section 108 of the Companies Act 2013 and Rule 20(4)(xii) of the Companies  
(Management and Administration) Rules, 2014}

23<sup>rd</sup> August 2025

To,  
The Chairman  
Zinema Media and Entertainment Ltd.  
CIN: L24241TN1984PLC096136  
Third Floor, B Block,  
Work EZ, 147 Pathari Road,  
Thousand Lights,  
Chennai, Tamil Nadu, 600006

**SUB: Consolidated Scrutinizer's Report on Annual General Meeting conducted only through remote e-voting process pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amended Rules, 2015 of M/s Zinema Media and Entertainment Ltd (the Company) held on Saturday, 23rd August 2025 held at the Registered Office at 3rd Floor, B Block, Work Ez, 147 Pathari Road, Thousand Lights, Chennai – 600006**

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Members during the Annual General Meeting of your Company held on Saturday, 23rd August 2025 held at the Registered Office at 3rd Floor, B Block, Work Ez, 147 Pathari Road, Thousand Lights, Chennai – 600006.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**For P B & Associates;**  
**Practicing Company Secretaries**  
**UDIN: A036114G001067221**  
**Peer Review No: 5617/2024**

PAYAL  
BAFNA

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**CS Payal Bafna**  
**(Proprietor)**  
**Mem No: 36114 | COP: 25291**  
**Place: Kolkata**  
**Date: 23-08-2025**

### SCRUTINIZER'S REPORT

Name of the Company	Zinema Media and Entertainment Ltd
Meeting	Annual General Meeting
Day, Date & Time	Saturday, August 23, 2025 at 01:00 P.M.
Venue	Third Floor, B Block, WorkEZ, 147 Pathari Road, Thousand Lights, Chennai :600006
Mode	Physical mode

#### **1. Appointment as Scrutinizer**

I was appointed as the Scrutinizer through Board Meeting held on 16<sup>th</sup> July 2025 for the remote e-voting as well as the e-voting by Members for the Annual General Meeting ("EGM") of Zinema Media and Entertainment Ltd (hereinafter referred to as the Company) scheduled on Saturday, August 23, 2025 at 01:00 P.M at the Registered Office at Third Floor, B Block, Work EZ, 147 Pathari Road, Thousand Lights, Chennai:600006. Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

#### **2. Dispatch of Notice convening the AGM**

The Company has engaged National Securities Depository Limited (NDSL) as the Service provider for providing the e - voting platform to the shareholders of the Company. M/s Purva Sharegistry (India) Pvt. Ltd is the Registrar and Share Transfer Agent (RTA) of the Company. The service provider provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special business) transacted at the 41<sup>st</sup> Annual General Meeting (AGM) of the Company which was held on Saturday, August 23, 2025 at 01:00 P.M at the Registered Office at Third Floor, B Block, Work EZ, 147 Pathari Road, Thousand Lights, Chennai, Tamil Nadu, 600006. The service provider, accordingly had set up e-voting facility on its website. The company and the Service Provider had uploaded all the items of business (Notice of AGM) to be transacted on their respective websites to facilitate its shareholders to cast their vote electronically.

#### **3. Cut-off date**

Voting rights were reckoned as on Friday 15th August 2025, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

#### **4. Remote e-voting process**

##### **4.1 Agency**

The Company appointed National Securities Depositories Limited ("NSDL") as the agency for providing the platform for remote e-voting and e- voting during the AGM.

#### **4.2 Remote e-voting period**

Remote e-voting platform was open from Wednesday, 20th August 2025 at 09:00 A.M. and ends on Friday 22nd August 2025 at 05:00 P.M and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL

#### **5. Voting at the AGM**

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

#### **6. Counting Process**

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the NSDL e-voting platform and downloaded the results.

#### **7. Results**

7.1 We observed that 10 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated July 16, 2025 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 05 Ordinary Resolutions and 01 Special Resolution as set out in Item Nos. 1 to 6 of the Notice of the AGM dated July 16, 2025 have been passed with the requisite majority.

**CONSOLIDATED RESULTS**

**Item No. 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 for the financial year ended March 31, 2025 together with the Report of Auditors thereon.**

**i)VOTES IN FAVOUR OF THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2331800	100 %

**ii)VOTES AGAINST THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
0	0	0.00 %

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated July 16, 2025 has been **passed with requisite majority**.

**Item No. 2: To consider & approve addendum to the main object clause of the Memorandum of Association.**

**i)VOTES IN FAVOUR OF THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2331800	100 %

**ii) VOTES AGAINST THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
0	0	0.00 %

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated July 16, 2025 has been **passed with requisite majority**

**Item No. 3: To consider & approve the change in designation of Mr. Sadasivam Anbazhagan (DIN: 08965772) from Director to Independent director**

**i) VOTES IN FAVOUR OF THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2331800	100 %

**ii) VOTES AGAINST THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
0	0	0.00 %

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No.3 of the Notice of the AGM dated July 16, 2025 has been **passed with requisite majority**.

**Item No. 4: To approve increase in Authorized Share Capital and alteration of Memorandum of Association**

**i) VOTES IN FAVOUR OF THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2331800	100 %

**ii) VOTES AGAINST THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
0	0	0.00 %

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 4 of the Notice of the AGM dated July 16, 2025 has been **passed with requisite majority**.

**Item No. 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.**

**i) VOTES IN FAVOUR OF THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2331800	100 %

**ii) VOTES AGAINST THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
0	0	0.00 %

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 5 of the Notice of the AGM dated July 16,2025 has been **passed with requisite majority**

**Item No. 6: To appoint Appointment of M/s P B & ASSOCIATES as a Secretarial Auditor for a term of five consecutive years.**

**i)VOTES IN FAVOUR OF THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2331800	100 %

**ii) VOTES AGAINST THE RESOLUTION**

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
0	0	0.00 %

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 6 of the Notice of the AGM dated July 16,2025 has been **passed with requisite majority**

**For P B & Associates;**  
**Practicing Company Secretaries**  
**UDIN: A036114G001067221**  
**Peer Review No: 5617/2024**

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**CS Payal Bafna**  
**(Proprietor)**  
**Mem No: 36114 | COP: 25291**  
**Place: Kolkata**  
**Date: 23-08-2025**