

28th May, 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

Subject: Voting Results and Scrutinizer's Report relating to the Extraordinary General Meeting of the Members of the Company held on Saturday, March 28, 2026.

Dear Sir,

In this regard, please find enclosed the Consolidated Scrutinizer's Report along with voting results on the Resolutions passed at the Extra-Ordinary General Meeting 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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PRAKASH
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B. Sathya Prakash
Managing Director
Din: 01786634

Encl: As above

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}

28th March 2026

To,

The Chairman

Zinema Media and Entertainment Ltd.

CIN: L24241TN1984PLC096136

New Door Number 57,

Old Door No.57, Sathya dev Avenue MRC Nagar,

Raja Annamalaipuram, Raja Annamalaipuram,

Chennai: 600028

SUB: Consolidated Scrutinizer's Report on Extra-Ordinary 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, 28th March 2026, through Video Conferencing / Other Audio Visual Means

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Members during the Extra-Ordinary General Meeting of your Company held on Saturday, 28th March 2026 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

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: A036114G004130028

Peer Review No: 5617/2024

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by PAYAL BAFNA
Date: 2026.03.28
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CS Payal Bafna

(Proprietor)

Mem No: 36114 | COP: 25291

Place: Kolkata

Date: 28-03-2026

SCRUTINIZER'S REPORT

Name of the Company	Zinema Media and Entertainment Ltd
Meeting	Extra-Ordinary General Meeting
Day, Date & Time	Saturday, 28th March 2026 at 03:30 P.M.
Deemed Venue	New Door Number 57, Old Door No.57, Sathya dev Avenue MRC Nagar, Raja Annamalaipuram, Raja Annamalaipuram, Chennai: 600028
Mode	Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM")

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer through Board Meeting held on 02nd March 2026 for the remote e-voting as well as the e-voting by Members for the Extra-Ordinary General Meeting ("EGM") of Zinema Media and Entertainment Ltd (hereinafter referred to as the Company) scheduled on Saturday, 28th March 2026 at 03:30 P.M. held through Video Conferencing ("VC")/ Other Audiovisual Means ("OAVM"). 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 EGM

2.1 Pursuant to **General Circular No. 20/2025** dated May 5, 2025, read with **General Circular No. 14/2025** dated April 8, 2025, and **17/2025** dated April 13, 2025, issued by the Ministry of Corporate Affairs, and the **SEBI Circular** dated May 12, 2025, regarding the holding of the EGM through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), the EGM was conducted without the physical presence of the Members at a common venue.

2.2 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Purva Shareregistry (India) Pvt. Ltd, the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL")

3. Cut-off date

Voting rights were reckoned as of the close of business on **Saturday, March 21, 2026**, being the cut-off date for determining the entitlement of members to cast their votes through remote e-voting or e-voting during the EGM.

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 EGM.

4.2 Remote e-voting period

Remote e-voting platform was open from 09:00 a.m. on Wednesday, March 25, 2026 till 05:00 p.m. on Friday, March 27, 2026 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 EGM

- 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 EGM, we unblocked the results of the remote e-voting and e-voting by members at the EGM, 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 EGM dated 02nd March 2026 is enclosed herewith.
- 7.3 Based on the aforesaid results, we report that 02 Ordinary Resolutions and 03 Special Resolution as set out in Item Nos. 1 to 5 of the Notice of the EGM dated 02nd March 2026 have been passed with the requisite majority.

CONSOLIDATED RESULTS

Item No. 1: To consider and approve issuance of 1,83,00,000 Equity Shares of face value of Rs. 10/- each of the Company on a preferential issue basis for cash consideration

i) VOTES IN FAVOUR OF THE RESOLUTION

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2860500	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. 1 of the Notice of the EGM dated March 02,2026 has been **passed with requisite majority**.

Item No. 2: To consider and approve the Issue of Sweat Equity Shares to Directors of the Company

i)VOTES IN FAVOUR OF THE RESOLUTION

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2860500	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 EGM dated March 02,2026 has been **passed with requisite majority**

Item No. 3: To consider and approve acquisition of up to 60% Equity Stake in M/s Beontyme Technologies Private Limited through Preferential Allotment of Equity Shares via Share Swap

i)VOTES IN FAVOUR OF THE RESOLUTION

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2860500	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.3 of the Notice of the EGM dated March 02,2026 has been **passed with requisite majority**.

Item No. 4: To consider and approve Issue of Equity Shares to Tulsea Media Private Limited for Consideration other than Cash

i) VOTES IN FAVOUR OF THE RESOLUTION

NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST BY THEM	% OF TOTAL VALID VOTE CAST
10	2860500	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 EGM dated March 02,2026 has been **passed with requisite majority**.

Item No. 5: To approve and approve increase in Authorised 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	2860500	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. 5 of the Notice of the EGM dated March 02,2026 has been **passed with requisite majority**

For P B & Associates;
Practicing Company Secretaries
UDIN: A036114G004130028
Peer Review No: 5617/2024

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Date: 2026.03.28
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CS Payal Bafna
(Proprietor)

Mem No: 36114 | COP: 25291

Place: Kolkata

Date: 28-05-2025

March 28,2026

<p>The Manager Corporate Relationship Department BSE Limited 1st Floor, New Trading Wing, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400001</p>
<p>BSE Security Code: 538579</p>

Subject: Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Respected Sir/Madam,

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies(Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Company has provided e-voting facility to the Members to enable them to cast their vote electronically on resolutions proposed in the Notice of EGM conducted through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) The remote voting was commenced on Wednesday, 25.03.2026 at 09:00 A.M. and ends on Friday, 27.03.2026 at 05:00 P.M.

Further, the Members who have not casted their votes earlier through remote e-voting were provided the facility to cast their vote electronically during the course of EGM, up to 15 minutes of closure of meeting

The Board of Directors has appointed Ms Payal Bafna proprietor of M/s P B & Associates, Practicing Company Secretary as the Scrutinizer for remote e-voting and e-voting during the EGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5.00 PM on 27th March 2026 and e-voting at the EGM and has submitted her report on 28th May 2025.

The other details of EGM and Voting Results as per Consolidated Scrutinizer Report is as follows—

Details of Remote E-voting/ E-voting during EGM	
Date of Extra-Ordinary General Meeting	28th March 2026
Voting Start date & Time	25th May 2026 at 9.00 AM
Voting End date & Time	27th May 2026 at 5.00 PM
Total No. of Shareholders on Record date	121

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group	-
Public	-

No. of shareholders attended the meeting through video-conferencing:

Promoters and Promoter Group	1
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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: trivikramindustries@gmail.com; Tel: 044-48679669; Fax: 044-42134333

website: www.zinema.co.in

Public	5
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VOTING RESULT

S. No	Agenda	Type Of Resolution	No Of Votes in Favor	% Of Votes in Favor	No Of Votes in Against	% Of Votes Against
1	To consider and approve issuance of 1,83,00,000 Equity Shares of face value of Rs. 10/- each of the Company on a preferential issue basis for cash consideration	Special Resolution	2860500	100	0	0.00
2	To consider and approve the Issue of Sweat Equity Shares to Directors of the Company	Ordinary Resolution	2860500	100	0	0.00
3	To consider and approve acquisition of up to 60% Equity Stake in M/s Beontyme Technologies Private Limited through Preferential Allotment of Equity Shares via Share Swap	Special Resolution	2860500	100	0	0.00
4	To consider and approve Issue of Equity Shares to Tulsea Media Private Limited for Consideration other than Cash	Special Resolution	2860500	100	0	0.00
5	To approve and approve increase in Authorised Share Capital and alteration of Memorandum of Association	Ordinary Resolution	2860500	100	0	0.00

We request you to take the same on record.

Thanking you,
Yours faithfully,

For Zinema Media and Entertainment Limited

BASKARAN
SATHYA PRAKASH
Digitally signed by BASKARAN
SATHYA PRAKASH
Date: 2026.03.28 16:52:54
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B. Sathya Prakash
Managing Director
Din: 01786634

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

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