

02/10/2023

To
The Deputy Manager
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street,
Mumbai- 400 001.

Scrip Code: 538579 (BSE-SME)

Dear Sir,

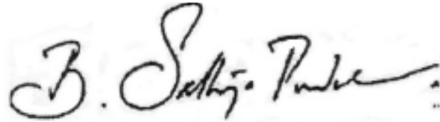
Sub: Submission of Scrutinizer's Report

Please find enclosed the Scrutinizer's report dated 30/09/2023 issued by GRNK & Associates , Scrutinizer on the Voting (e-voting and Ballot) of the Annual General Meeting held on 30th September 2023 at the Registered Office of the Company situated at Third Floor , B Block, Work EZ, 147 Pathari Road Thousand Lights Chennai - 600 006. at 11:00 am ;

This is for the information of Members.

Kindly take the same on your record & oblige.

For ZINEMA MEDIA AND ENTERTAINMENT LIMITED



BASKARAN SATHYA PRAKASH
(DIN: 01786634)
MANAGING DIRECTOR



GRNK & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

To

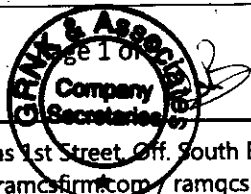
The Chairman
M/s. Zinema Media and Entertainment Limited
(Formerly known as Trivikrama Industries Limited)
CIN# L24241TN1984PLC096136
Third Floor, B Block, Work EZ,
147 Pathari Road, Thousand Lights,
Chennai TN 600006 IN

Sir,

Sub: Combined Scrutinizer's Report on remote e-voting and Poll on the agenda items transacted at the 39th Annual General Meeting ("AGM") held on Saturday, the 30th September, 2023 at 11:00 A.M., at the Registered Office of the Company at Third Floor, B Block, Work EZ, 147 Pathari Road Thousand Lights Chennai TN 600006 IN

We, M/s. GRNK & ASSOCIATES, Company Secretaries, having office at F-10 Syndicate Residency, No. 3, Dr. Thomas First Street, Off South Boag, Road, T.Nagar, Chennai - 600017 have been appointed as a scrutinizer by the Board of Directors of M/s. Zinema Media and Entertainment Limited (Formerly known as Trivikrama Industries Limited) ("the Company") for the purpose of scrutinizing the combined results of remote e-voting and poll process on the below mentioned resolutions transacted at the 39th AGM of the Company held on Saturday, the 30th September, 2023 at 11:00 A.M., at the Registered Office of the Company at Third Floor, B Block, Work EZ, 147 Pathari Road Thousand Lights Chennai TN 600006 IN hereby submit our report as under:

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|----|--|
| a. | Pursuant to Section 101, 109, 108 of the Companies Act, 2013 ('the Act') and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 8 th September, 2023. <i>The Company did not upload the notice on their website, Bombay Stock Exchange (BSE) and Central Depository Services (India) Limited (CDSL).</i> The members of the Company were given an option to vote electronically on e-voting platform, provided by the CDSL. |
|----|--|



b.	<i>The Public Advertisement with respect to dispatch of notices and conducting of voting was not published.</i>
c.	The e-voting period commenced at 9.00 A.M on 27 th September, 2023 and ended at 5.00 P.M on 29 th September, 2023. Immediately after the cutoff time, the e-voting facility was blocked for remote e-voting.
d.	Accordingly, the electronic votes cast were taken into account up to the end of this voting period. On 30 th September, 2023 after the conclusion of the Poll Process at the AGM, the remote e-voting system was unblocked in the presence of 2 (Two) witnesses, the CDSL's portal was blocked for voting.
e.	A register has been maintained electronically to record the assent or dissent, received, mentioning particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.
f.	The Corporate members who had participated in the e-voting had enclosed the scanned copy of the resolution.

At the AGM held at the scheduled time, date and venue the Chairman announced a poll, as per the provisions of Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

As per Companies Act, 2013 (Management & Administration) Rules, 2014 the polling paper in Form MGT-12 were distributed to the Shareholders who were present at the Annual General Meeting and not voted through remote e-voting.

- a. After the time fixed for closing of the poll by the chairman 1 (One) ballot box kept for polling was locked in our presence with due identification mark placed by us.
- b. The locked ballot box was subsequently opened in our presence. None of shareholders have exercised their right to cast their vote through polling paper.



1. The resolutions for which this AGM of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To Receive, Consider and Adopt: A. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 20223 together with the Reports of the Board of Directors and the Auditors thereon; and B. The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Report of the Auditors thereon.	Ordinary
2	Appointment of M/s. Mudra Sunil Associates, Regn No.FR.N. 007835S., Chartered Accountants as statutory auditors of the Company	Ordinary
3	Re-appointment of Mr. Sadasivam Anbazhagan (DIN: 08965772) as a Director of the Company who is liable to retire by rotation	Ordinary
4	Appointment of Mr. Manu Padmanabhan (DIN: 06810682) as Independent Director	Ordinary
5	Appointment of Mr. Dinesh Raj (DIN: 07113950) as Executive Director	Ordinary
6	Increase of Authorized Capital from the present Rs. 8 Crores to Rs. 25 Crores	Ordinary
7	To issue Equity /Preference shares on preferential basis in compliance with section 42 and 62 of the Companies Act, 2013	Special

2. (a) We hereby submit our combined report results of remote e-voting together with that of the Poll as under:

Resolution No.	Mode	No. of members voted	Total Shares
1	ELECTRONIC	12	16,28,670
	PHYSICAL	0	0
	TOTAL	12	16,28,670
2	ELECTRONIC	12	16,28,670
	PHYSICAL	0	0
	TOTAL	12	16,28,670
	ELECTRONIC	12	16,28,670

3	PHYSICAL	0	0
	TOTAL	12	16,28,670
4	ELECTRONIC	12	16,28,670
	PHYSICAL	0	0
	TOTAL	12	16,28,670
5	ELECTRONIC	12	16,28,670
	PHYSICAL	0	0
	TOTAL	12	16,28,670
6	ELECTRONIC	12	16,28,670
	PHYSICAL	0	0
	TOTAL	12	16,28,670
7	ELECTRONIC	12	16,28,670
	PHYSICAL	0	0
	TOTAL	12	16,28,670

3. Results of the remote e-voting and poll at AGM:

Item No. in Notice	Votes in favour		Votes Against		Total Valid Votes		Assent %	Dissent %	Passed as Ordinary / Special Resolution
	No. of members voted	No. of Votes	No. of members voted	No. of Votes	No. of members voted	No. of Votes			
Item No. 1	12	16,28,670	0	0	12	16,28,670	100%	NIL	Passed as an Ordinary Resolution
Item No. 2	12	16,28,670	0	0	12	16,28,670	100%	NIL	Passed as an Ordinary Resolution
Item No. 3	12	16,28,670	0	0	12	16,28,670	100%	NIL	Passed as an Ordinary Resolution
Item No. 4	12	16,28,670	0	0	12	16,28,670	100%	NIL	Passed as an Ordinary Resolution
Item No. 5	12	16,28,670	0	0	12	16,28,670	100%	NIL	Passed as an Ordinary Resolution
Item									Passed as an Ordinary

No. 6	12	16,28,670	0	0	12	16,28,670	100%	NIL	Resolution
Item No. 7	12	16,28,670	0	0	12	16,28,670	100%	NIL	Passed as a Special Resolution

4. All relevant records were shared to the authorized representative of the Company authorized by the Board for safe keeping.

Thanking you

Yours Faithfully

For M/s. GRNK & Associates

Company Secretaries

BAALASUBRAMANIYAN NE

Partner

M.No.: A29330, COP: 22941

Scrutinizer

PR No.: 3230/2023



Place: Chennai

Date: 30th September, 2023

UDIN: A029330E001144444