

**PROCEEDINGS OF THE 39<sup>th</sup> ANNUAL GENERAL MEETING OF ZINEMA MEDIA AND ENTERTAINMENT LIMITED HELD ON 30<sup>th</sup> SEPTEMBER 2023**

The 39<sup>th</sup> Annual General Meeting of the Members of the Company was held on Saturday the, 30<sup>th</sup> September, 2023 at 11.00 AM at the registered office of the Company situated at 3rd Floor, B Block, Work Ez, 147 Pathari Road, Thousand Lights, Chennai – 600 006.

Mr. Baskaran Sathya Prakash, Managing Director of the Company along with three other Directors of the Company, Mr Sadasivam Anbazhagan and Mr Narsingh Balwant Singh were present at the meeting.

Mr. Baskaran Sathya Prakash, managing Director of the Company was elected as the Chairman of the meeting.

The Chairman welcomed the Members and took note that 5 Shareholders were present at the meeting and out of which 5 Shareholders were personally present .

After verifying the attendance register and proxies, the Chairman declared that the required quorum was present and called the meeting to order.

The Chairman announced that the Register of Directors shareholding, Register of members and other statutory records as per the provisions the Companies Act, 2013 and rules thereof were available for inspection by the members of the company.

The Chairman declared with the permission of the members that the notice convening the 39<sup>th</sup> Annual General Meeting and the directors’ report having been circulated already, be taken as read.

All the business proposed before the 39<sup>th</sup> Annual General Meeting were conducted as per the provisions of Companies Act, 2013, the Rules made there under and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

The Chairman informed that remote e-voting facility was provided to all the members entitled to vote, on all resolutions set forth in the notice in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the provisions of the Companies Act, 2013 and the Rules made there under and Secretarial Standard-2 (SS-2) on “General Meetings” issued by the Institute of Company Secretaries of India. The remote e-voting commenced on Friday, 27<sup>th</sup> September, 2023 at 09.00 a.m. and ended on Sunday, 29<sup>th</sup> September, 2023 at 05.00 p.m.

5 members present at the meeting had already exercised their Voting through remote E-Voting facility provided by the Company and None of the members casted their votes through ballot process

The Items said out in the Notice for which the approval from the Shareholders were required is as follows;

**Ordinary Business:**

1. Adoption of Financial Statements including Consolidated Financial Statements along with Auditors Report , Directors Report and Secretarial Audit Report
2. Re-Appointment Of Mr. Sadasivam Anbazhagan (Din: 08965772), Retirement By Rotation .
3. Appointment Of Statutory Auditors- M/s. Mudra Sunil Associates, Regn No.FRN. 0078355., Chartered Accountants as statutory auditors of the Company pursuant to the end of tenure of

the existing Statutory Auditors M/s L S S M & Co., Chartered Accountants, Chennai (Firm Registration No: 013941S)

**Special Business:**

- 1) Appointment Of Mr. Manu Padmanabhan ( Din: 06810682) As Independent Director
- 2) Appointment Of Mr. Dinesh Raj ( Din: 07113950) As Executive Director
- 3) Increase of Authorized Capital from the present Rs.8 Crores to Rs.25 Crores
- 4) To issue Equity /Preference shares on preferential basis in compliance with section 42 and 62 of the companies act, 2013.

The Chairman concluded the meeting stating that the results of the voting process shall be announced within 48 hours from the conclusion of this meeting.

Please take the above information on record. This is a summary of the proceedings of the 39<sup>th</sup> Annual General Meeting and may not be regarded as the Minutes of the Meeting.

Should you require any further information / clarifications in this regard, please contact Mr. Baskaran Sathya Prakash at Phone No: 044-48679669 Email ID trivikramaindustries@gmail.com.

For ZINEMA MEDIA AND ENTERTAINMENT LIMITED



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