

February 29, 2024

To,
BSE Limited
Phiroze Jeejabhoy Towers,
Dalal Street, Fort,
Mumbai 400001,
Maharashtra, India.

Script Symbol: CINERAD | **Script Code:** 530457 | **ISIN:** INE959B01017

Subject: Intimation under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 SEBI LODR Regulations .

Reference: Receipt of In-principle Approval under Regulation 28(1) of SEBI LODR Regulations for proposed preferential issue of the Company

With reference to the captioned subject and reference we refer to the earlier intimations submitted by us in relation to the proposed issue and allotment of up to **1,39,61,915 (One Crore Thirty-Nine Lakhs Sixty-One Thousand Nine Hundred and Fifteen)** fully paid-up equity shares to 1) **Selling Shareholders of GTT** 2) **Selling Shareholders of Itarium** and 3) **Proposed Investors**, on a preferential basis in accordance with the applicable laws including the provisions specified under Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

In this regard, pursuant to an application submitted by the Company with BSE Limited under Regulation 28(1) of the SEBI LODR Regulations on **January 25, 2024**, the Company has received the in-principle approval from BSE Limited for the proposed preferential issue of equity shares (as referred above) vide their letter dated **February 29, 2024** which is enclosed herewith as Annexure A for reference.

You are requested to kindly put this on your record and disseminate.
Thank You.

For and on Behalf of **Cinerad Communications Limited**

SUDHIR
GOPALDAS
KABRA

Digitally signed by
SUDHIR GOPALDAS
KABRA
Date: 2024.02.29
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Sudhir Gopaldas Kabra, Director
(DIN: 00307231)

Enclosure: As stated above.

LOD/PREF/TT/FIP/1338/2023-24

February 29, 2024

The Company Secretary,
CINERAD COMMUNICATIONS LTD.
Subol Dutt Building, 13, Brabourne Road,
Mezzanine Floor, Kolkata, West Bengal, 700001

Dear Sir,

Re: 'In-principle' approval under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We refer to your application seeking our **In-principle approval for the issue of the following;**

- **28,00,000 equity shares of Rs.10/- each at a price not less than Rs. 10/- to non-promoters on a preferential basis for cash consideration and;**
- **1,11,61,915 equity shares of Rs.10/- each at a price not less than Rs. 10/- to promoters on a preferential basis pursuant to share swap.**

The Exchange hereby grants its 'in-principle' approval for the aforesaid issue. This 'in-principle' approval should not be construed as our approval for listing of aforesaid security, and you are required to duly and separately comply with the requirements in respect thereof.

You are advised to ensure that the issue and allotment of securities is strictly in accordance with the provisions of the Companies Act, 2013, Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 including the Rules, Regulations, Guidelines, etc. made there under, Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (LODR Regulations) and the Listing Agreement signed with us. In addition, you shall also obtain such statutory and other approvals as are required for the purpose.

Further, the company is advised to strengthen internal controls (to monitor trades being executed by the proposed allottees in the scrip of the company) before allotment of securities in order to avoid any non-compliances in respect of trades being executed by the allottees in contravention to provisions of Chapter V of SEBI (ICDR) Regulations. In this regard,

- Company is advised to obtain an undertaking from the allottee(s) confirming that they shall not do intra-day trading in the scrip of the company or any sale in the scrip of the company till the allotment date of the security as required under SEBI (ICDR) Regulations.
- The company may note that the responsibility/onus is solely on the Issuer company to verify the above (a) and ensure compliance with applicable provisions including Regulation 167(6) of SEBI ICDR regulations, 2018.
- The company may also note that any non-compliances, if observed by the exchanges post the undertaking and verification by the Issuer company may impact the listing of such shares.

On allotment of securities pursuant to this 'in principle' approval you are required to make a listing application without delay, with applicable fees, in terms of Regulation 14 of the LODR Regulations and comply with the post issue formalities. Listing application and the checklist for post issue listing formalities can be downloaded from the link: <https://www.bseindia.com/static/about/downloads.aspx>. Further, it should be noted by Depositories and the Company that in case of allotment of Convertible Securities, there would be automatic release of excess lock-in period of Pre-Preferential Holding of allottees by Depositories in compliance with SEBI(ICDR) Regulations,2018 without requirement of any NOC by the Exchange.



In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019, “the issuer or the issuing company, as the case may be, shall, make an application for listing, **within twenty days** from the date of allotment, to one or more recognized stock exchange(s)” along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

The Exchange reserves its right to withdraw this ‘in-principle’ approval at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or if it contravenes any Rules, Bye-laws and Regulations of the Exchange, LODR Regulations, ICDR Regulations and Guidelines/ Regulations issued by any statutory authorities etc.

Yours faithfully,



Sabah Vaze
Senior Manager



Divya Asawa
Assistant Manager