



Ref No.: SEL / Reg. 30- LODR / Sept-2020/ 01

September 30, 2020

**The Secretary,  
National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra-Kurla Complex  
Bandra (E), Mumbai-400 051.  
NSE Symbol: SHEMAROO

**The Secretary,  
BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400 023.  
Scrip Code : 538685

Dear Sir / Madam,

**Re: SHEMAROO ENTERTAINMENT LIMITED - ISIN: INE363M01019**

**Sub: Regulation 30 of the SEBI (LODR), Regulations, 2015 – Disclosure of Material Event / Information.**

This is to inform you that the 15<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, September 29, 2020 at 04:00 P.M. through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”).

In this regard, please find enclosed summary of the Proceedings of the 15<sup>th</sup> Annual General Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015.

Kindly take same on the record.

Thanking you,

Yours faithfully,

**For Shemaroo Entertainment Limited**

.....  
**Dipesh U. Gosar**  
**Company Secretary & Compliance Officer**  
**Membership No.: A23755**

**SHEMAROO ENTERTAINMENT LIMITED**

Shemaroo House, Plot No. 18, Marol Co - Op. Industrial Estate, Off Andheri Kurla Road, Andheri (E), Mumbai - 400 059.

Tel.: +91 - 22 4031 9911 | Fax: +91 - 22 2851 9770 | Email: shemaroo@shemaroo.com

shemarooent.com | CIN: L67190MH2005PLC158288



**Summary of the proceedings of the 15<sup>th</sup> Annual General Meeting of Shemaroo Entertainment Limited held on September 29, 2020**

The 15<sup>th</sup> Annual General Meeting of the Members of the Company was held on September 29, 2020 at 04:00 P.M., through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) pursuant to General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 respectively issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (“SEBI Circular”) and in compliance with the provisions of the Companies Act, 2013 (“Act”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). The meeting commenced at 04:00 P.M.

Mr. Dipesh Gosar, Company Secretary of the Company explained the procedural and technical aspect to the shareholders for attending the meeting.

Mr. Buddhichand Maroo, Non-Executive Chairman of the Company, chaired the Meeting. In aggregate, 69 Members were present at the AGM. The requisite quorum being present, the Chairman called the meeting to order.

Mr. Raman Maroo, Managing Director welcomed all the Directors and Shareholders to the 15<sup>th</sup> Annual General Meeting of the Company. The Managing Director had Joined the video conference along with Mr. Hiren Gada, Whole Time Director, CEO & CFO and Mr. Dipesh U. Gosar, Company Secretary from the registered office of the Company.

He then introduced the Directors on the Board and other representatives one by one.

Mr. Raman Maroo addressed the members by giving brief note on the Company’s brief strategy; remarkable achievements in broadcasting, launched seven pre-loaded devotional speakers etc. Further, Mr. Hiren U. Gada, CEO & CFO also addressed the Members and presented an overview of the financial performance of the Company for the financial year ended March 31, 2020 and its future outlook.

The Members were informed that the following registers and documents were available on the Company’s website at [www.shemarooent.com](http://www.shemarooent.com) for inspection electronically during the meeting:

- The Registers of Directors & Key Managerial Personnel with their shareholding
- The Registers of Contracts & Arrangements
- Draft Agreements on the proposed appointment of Mr. Raman Maroo, Mr. Atul Maru and Mr. Hiren Gada.

Mr. Dipesh U. Gosar, Company Secretary & Compliance Officer continued with further proceedings and with the consent of the Members, the Annual Accounts, Directors Report along with Auditors’ Report and the Notice convening the AGM were taken as read.

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He further informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote e-voting facility to all its members in respect of businesses to be transacted at the 15<sup>th</sup> AGM. The e-voting period was commenced on September 26, 2020 at 09:00 AM and end on September 28, 2020 at 05:00 PM.

The Members joining the meeting through video conferencing, who have not yet cast their vote by means of remote e-voting, may vote through e-voting facility provided on the AGM portal of NSDL during the course of the meeting. The e-voting facility will continue to be available for 15 minutes even after the conclusion of AGM.

Mr. Manish Ghia of M/s. Manish Ghia & Associates, Practicing Company Secretary have been appointed as the Scrutinizer for the purpose of scrutinizing the entire voting process in a fair and transparent manner.

The following items of business as set out in the Notice convening the 15<sup>th</sup> AGM were recommended for consideration, approval & adoption of the shareholders.

**Ordinary business:**

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended March 31, 2020 together with the Reports of the Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Atul Maru (DIN: 00169264), who retires by rotation and being eligible, offers himself for re-appointment.

**Special business:**

3. Re-appointment of Mr. Raman Maroo as Managing Director of the Company.
4. Re-appointment of Mr. Atul Maru as Joint Managing Director of the Company.
5. Re-appointment of Mr. Hiren Gada as Whole Time Director, CEO & CFO of the Company.
6. To provide an option to the lenders to convert their outstanding facilities/debts, if any, into Equity Shares.

The Company Secretary then invited the moderator to initiate with the questions and answers session. The members were given opportunity to speak in the order in which they had given their names and all the questions raised were answered satisfactorily by Mr. Hiren Gada, CEO & CFO of the Company.

The Company Secretary then announced that the members who had not cast their vote through remote e-voting, the window will remain open for another 15 minutes. He also announced that combined results of the remote e-voting shall be placed on the website of the Company and also on website of the Stock Exchanges within 48 hours of the conclusion of the meeting.

The meeting was ended with vote of thanks to the Chair at 04:29 PM.

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