

Date: 28<sup>th</sup> December, 2023

To,  
BSE Ltd.  
Department of Corporate Services,  
Listing Compliance, Floor 25, P J Towers,  
Dalal Street, Mumbai-400 001

**Script Code: 539469; Script ID: PANORAMA**

**Sub: : Outcome of meeting of the Board of Directors under the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

**Reference: Board Meeting Intimation submitted dated 20th December, 2023.**

**Dear Sir(s),**

Pursuant to Regulation 30 of the SEBI LODR Regulations, this is to inform you that a meeting of the Board of Directors of **Panorama Studios International Limited** held on today i.e. Thursday i.e. 28<sup>th</sup> December, 2023 at the registered office of the company at 1003 & 1004, 10th Floor (West Side), Lotus Grandeur, Off Veera Desai Road, Andheri (W), Mumbai: 400053 the Board transacted and approved the following Matters:

1. Took on Records the Valuation Report issued by Registered Valuer and Certificates issued by Practicing Chartered Account Certificates for the purpose of Pricing of Securities to be issued and Compliance Certificate issued by Practicing Company Secretary for the purpose of Preferential Issue of Equity Shares, Warrants (Equity Convertible Warrants).
2. Approved the proposal of Preferential Issue for allotment of Up to 10,00,000 (Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each face value at a price of Rs. 274/- (Rupees Two Hundred Seventy-Four Only) including premium of Rs. 264/- (Rupees Two Hundred Sixty-Four Only) each share on a Preferential Basis to Non-promoters proposed preferential allottees (Proposed Investors) for consideration in cash, aggregating up to an amount of Rs. 27,40,00,000 (Rupees Twenty-Seven Crore Forty Lakh Only), which has been determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the said approval of preferential issue of Equity shares are subject to the approval of Shareholders in ensuing Extra Ordinary General Meeting and other statutory and regulatory approvals whereas necessary and applicable.

**Further, the details in terms of Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, is enclosed herewith as Annexure A & Annexure - 1.**

3. Approved the proposal of offer, Issue and Allot 15,41,000 (Fifteen Lakh Forty-one Thousand) Warrants (Equity Convertible Warrants) at a price of Rs. 274/- (Rupees Two Hundred Seventy-Four Only) including premium of Rs. 264/- (Rupees Two Hundred Sixty-Four Only) per warrant on Preferential Basis to Promoters, Promoter Group and Non-promoters for consideration in cash, aggregating up to an amount of Rs. 42,22,34,000 (Rupees Forty-Two Crore Twenty Two Lakh Thirty Four Thousand Only) which has been determined in accordance with Chapter V of the SEBI ICDR Regulations on Preferential Basis, the said approval of preferential issue of Warrants (Convertible in to Equity shares), this approval of offer and issue of Warrants are subject to the approval of Shareholders in ensuing Extra Ordinary General Meeting and other statutory and regulatory approvals whereas necessary and applicable.

**Further, the details in terms of Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, is enclosed herewith as Annexure B & Annexure - 2.**

4. Approved the appointment of Mr. ANANT CHOUREASIA (DIN: 09305661) as Non-Executive Independent Director of the Company, subject to the shareholder's consent and recommend the resolution to the shareholders to obtained their approval in upcoming Extra Ordinary General Meeting of the Company, brief profile of appointee director is attached as **Annexure - C**.
5. Approved the Notice of Extra Ordinary General Meeting for obtaining the Shareholders approval on the necessary matters as approved and recommended by the board of directors.
6. Appointed Mr. Nitesh Chaudhary, Practicing Company Secretary (Membership No. F10010), Proprietor of M/s. Nitesh Chaudhary & Associates as Scrutinizer for Extra Ordinary General Meeting of the Company.
7. Authorized to Managing Director, Executive Director and Company Secretary of the Company to send the notice of Extra Ordinary General Meeting with respect to the Preferential Issue and other matters which are necessary to place before the shareholders for EOGM and to conduct the EOGM in fair and transparent manner.



8. Authorized to the Managing Director, Directors or Company Secretary of the Company to sign the applications, documents, deeds, forms and to make necessary applications and file documentations with various authorities and stock exchanges as and where necessary for the purpose of preferential issue and other matters approved by the Board of Directors.

**Trading window for trading in the Company's equity shares will be closed, till the expiry of forty-eight (48) hours after this announcement/declaration of the outcome of this meeting.**

The aforesaid Board Meeting commenced at 5:30 P.M. and concluded at 9:00 P.M.

You are requested to take this on your record and acknowledge the receipt.

Thanking You,  
Yours Faithfully

**For Panorama Studios International Limited**

**Yatin Vilas chaphekar**  
**Company Secretary & Compliance Officer**  
**Mem No.72316**

# PANORAMA STUDIOS

## Annexure A - (Equity Shares)

In terms of Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015

Sr. No.	Particular	Details
1	Type of securities proposed to be issued (viz. Equity Shares, Convertibles etc.)	Equity Shares
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment of Equity Shares
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 10,00,000 (Ten Lakh) Equity Shares of Rs. 10/- (Rupees Ten Only) each face value at a price of Rs. 274/- (Rupees Two Hundred Seventy-Four Only) including premium of Rs. 264/- (Rupees Two Hundred Sixty-Four Only) each share on a Preferential Basis to Non-promoters proposed preferential allottees on consideration in cash.
4	Issue Price	Price of Rs. 274/- (Rupees Two Hundred Seventy-Four Only) each share as determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations 2018.
5	Names of the Investors	<b>As per the attached list Annexure - 1</b>
6	Proposed date of allotment	Within 15 days from the shareholders' approval or In-principle approval by Stock Exchange or any other regulatory approved if required whichever is later.

**For Panorama Studios International Limited**

**Yatin Vilas chaphekar**  
**Company Secretary & Compliance Officer**  
**Mem No.72316**



**Annexure B - (Warrants)**

**In terms of Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015**

<b>Sr. No.</b>	<b>Particular</b>	<b>Details</b>
<b>1</b>	Type of securities proposed to be issued (viz. Equity Shares, Convertibles etc.)	Warrants (Equity Convertible Warrants)
<b>2</b>	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential Allotment of Warrants
<b>3</b>	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 15,41,000 (Fifteen Lakh Forty-one Thousand) Warrants (Equity Convertible Warrants) at a price of Rs. 274/- (Rupees Two Hundred Seventy-Four Only) including premium of Rs. 264/- (Rupees Two Hundred Sixty-Four Only) per warrant on Preferential Basis to Promoters, Promoter Group and Non-promoters for consideration in cash.
<b>4</b>	Issue Price	Price of Rs. 274/- (Rupees Two Hundred Seventy-Four Only) as determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations 2018.
<b>5</b>	Names of the Investors	<b>As per attachment of Annexure - 2</b>
<b>6</b>	Tenure/ Conversion	Allotment of Warrants Within 15 days from the shareholders' approval or In-principle approval by Stock Exchange or any other regulatory approved if required whichever is later.  And Conversion of Warrants in to Equity Shares Within 18 months from the date of allotments of Warrants.

**For Panorama Studios International Limited**

**Yatin Vilas chaphekar**  
**Company Secretary & Compliance Officer**  
**Mem No.72316**



Annexure - C

Disclosure under Regulation 30 of the SEBI (LODR) Regulation 2015

Appointment of Mr. ANANT CHOURASIA as Non-executive Independent Director (DIN - 09305661) of the Company:

Sr. No.	Particulars	Details
1	Name	Mr. ANANT CHOURASIA
2	Age	37 Years
3	DIN	09305661
4	Educational Qualification	M. Com, MBA (Marketing & Finance)
5	Expertise & Exposure	Finance & Marketing
6	Years of Experience	12 Years
7	Directorship in Other Companies	EQUILATERAL ENTERPRISES LIMITED

**For Panorama Studios International Limited**

**Yatin Vilas chaphekar**  
**Company Secretary & Compliance Officer**  
**Mem No.72316**

**List of Proposed Preferential Allottees of Equity Shares Panorama Studios International Limited**

Sr. No.	Name of the Proposed Allottees	No. of proposed securities (Equity Shares) to be allotted
1	PINKESH AJITBHAI SHAH	1,00,000
2	Y T COMMODITIES BROKING PVT LTD.	1,00,000
3	AJAY VISHAL DEVGAN	1,00,000
4	PUSHKAR POWERCON LLP	3,00,000
5	VERVE GLOBAL SERVICES PVT LTD	50,000
6	MAA PAHARI MERCANTILES PVT LTD	50,000
7	S V SWAROOP REDDY	1,50,000
8	SHREYANS NARENDRA HIRAWAT	25,000
9	RHEA SHREYANS HIRAWAT	25,000
10	ANAND KAMALNAYAN PANDIT	1,00,000
<b>Total</b>		<b>10,00,000</b>

**List of Proposed Preferential Allottees of Warrant Panorama Studios International Limited**

Sr. No.	Name of the Proposed Allottees	No. of Proposed securities (Warrants) to be allotted
1	KUMAR MANGAT PATHAK	3,00,000
2	NEELAM KUMAR MANGAT PATHAK	2,00,000
3	ABHISHEK KUMAR MANGAT PATHAK	2,00,000
4	ANAMIKA KUMAR MANGAT PATHAK	50,000
5	SHIVALIKA OBEROI	50,000
6	BINOY RAJEN SHAH	18,000
7	MALAV RAJEN SHAH	18,000
8	BASANT AGARWAL	10,000
9	MANAN BHARAT PARIKH HUF	10,000
10	NEETA BHARAT PARIKH	10,000
11	NANCY MANAN PARIKH	10,000
12	PRAKASH BHAGWANJI SHAH	75,000
13	NARAYAN PRASAD MUNDRA	10,000
14	NARAYAN PRASAD MUNDRA HUF	10,000
15	BIMLADEVI TOSHNIWAL	10,000
16	BHARTI AKASH SARDA	10,000
17	NIDHI ADITYA SOMANI	10,000
18	MANJUDEVI NARAYAN MUNDRA	10,000
19	ANIRUDH PODDAR	10,000
20	GAURAV PODDAR	10,000
21	PURVI KETAN SHAH	10,000
22	KOKILA ASHWIN SHAH	10,000
23	PRATIK VIRMANI	25,000
24	AMAIRA DEALERS LLP	2,15,000
25	BASUDEV DEALERS LLP	2,50,000
<b>Total</b>		<b>15,41,000</b>