



B.A.G. Films and Media Limited

"CIN: L74899DL1993PLC051841"

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Film City, Noida 201 301

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BAG/STX/letters/2026-27/AM/36

June 27, 2026

To, Corporate Relationship Department BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 Scrip Code: 532507	To, Listing Compliance Department National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051 SYMBOL: BAGFILMS
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Sub: Intimation under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ("Listing Regulations")

Ref: Outcome of Securities Committee Meeting-Allotment of Equity Shares of B.A.G. Films and Media Limited ("Company") pursuant to exercise of Conversion of Warrants by Skyline Tele Media Services Limited ("STMSL"), Member of Promoter Group of the Company on Preferential Basis

Dear Sir / Madam,

This is in furtherance of the intimation given by the Company on March 19, 2026, wherein we informed you that the Company had allotted 2,00,00,000 (Two Crore) fully convertible warrants ("Warrants") at an issue price of Rs. 8.25/- (Rupees Eight and Twenty Five Paise Only), to Skyline Tele Media Services Limited ("**STMSL**"), a member of the Promoter Group of the Company on March 19, 2026, by way of a preferential allotment basis on receipt of upfront amount of Rs. 4,12,50,000/- (Rupees Four Crore Twelve Lakh Fifty Thousand Only), equivalent to 25% (Twenty-Five Per Cent) of total issue size of aggregating Rs. 16,50,00,000/- (Rupees Sixteen Crore Fifty Lakh Only), at the time of allotment of the Warrants.

Further, we wish to inform you that STMSL has applied to exercise its option for conversion of 98,00,000 (Ninety-Eight Lakh) Warrants in to equal number of equity shares out of the 2,00,00,000 Warrants. Consequently, the Securities Committee of the Board of Directors of the Company duly authorised in this regard, at its meeting held on, March 28, 2026, has allotted 98,00,000 fully paid-up Equity Shares of the face value of Rs. 2/- each against the conversion of the 98,00,000 Warrants, upon receipt of the balance 75% consideration of Rs. 6,06,37,500/- (Six Crore Six Lakh Thirty-Seven Thousand Five Hundred).

In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that STMSL has exercised its option for the conversion of the remaining 1,02,00,000 (One Crore Two Lakh) Warrants which are convertible into 1,02,00,000 (One Crore Two Lakh) fully paid up equity shares of the Company of face value Rs. 2/- each, in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations"), the Companies Act, 2013 and other applicable laws and the terms of allotment of the warrants.

The Securities Committee of the Board of Directors of the Company, duly authorized in this regard, at its meeting held today, i.e., Saturday, June 27, 2026, has considered and approved the allotment of 1,02,00,000 (One Crore Two Lakh) fully paid-up Equity Shares of the Company having a face value of Rs. 2/- each, at an issue price of Rs. 8.25/- per share (including a premium of Rs. 6.25/- per share). This allotment is made pursuant to the exercise and conversion of the remaining 1,02,00,000 (One Crore Two Lakh) Warrants, upon receipt of the 75% balance subscription consideration amounting to



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Rs. 6,31,12,500/- (Rupees Six Crore Thirty-One Lakh Twelve Thousand Five Hundred Only) from STMSL, a member of the Promoter Group of the Company.

The said allotment has been made on a preferential basis, pursuant to the Special Resolution passed by the Shareholders at the Extra-Ordinary General Meeting held on February 11, 2026, and in strict compliance with the SEBI ICDR Regulations, the Companies Act, 2013, and other applicable statutory laws.

Pursuant to the above allotment, the issued, subscribed and paid-up capital of the Company shall be as under:

Particulars	Before Allotment		After Allotment	
	Number of Shares	Value (face value of Rs. 2/- each) (in Rs.)	Number of Shares	Value (face value of Rs. 2/- each) (in Rs.)
Equity Share Capital				
Issued Capital	20,77,18,090	41,54,36,180	21,79,18,090	43,58,36,180
Subscribed Capital	20,77,18,090	41,54,36,180	21,79,18,090	43,58,36,180
Paid Capital	20,77,18,090	41,54,36,180*	21,79,18,090	43,58,36,180*

* Inclusive of calls unpaid on 170,341 Equity Shares@ Rs. 1/- per share aggregating Rs. 170,341/-.

The pre and post allotment shareholding of promoter / promoter group shall be as under:

Pre-Allotment	% of Total Issued Capital	Post-Allotment	% of Total Issued Capital
10,25,48,182	49.37	11,27,48,182	51.74

The new equity shares so allotted shall rank *pari passu* with the existing equity shares of the Company in all respects, including the payment of dividend and voting rights.

Pursuant to Regulation 30 and Schedule III of the Listing Regulations, read with updated SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, the detailed disclosure in respect of the allotment of equity shares pursuant to conversion of warrants is set out in **Annexure "A"**.

The aforesaid information is also being made available on the website of the Company at <https://bagnet24.in/>

It is further informed that the Securities Committee meeting commenced at 3:00 p.m. and concluded at 3:35 p.m.

You are kindly requested to take the aforesaid information on record.

Thanking You
Yours sincerely

For **B.A.G. Films and Media Limited**

(Ajay Mishra)
Company Secretary &
Compliance Officer



Encl: a/a

Annexure-A

Sr. No.	Item	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles, etc.)	Fully paid-up Equity Shares of Rs. 2/- each upon conversion of Warrants
2	Type of issuance (further public offering, rights issue, depository receipts (ADR, GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment in accordance with SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws
3	Total number of securities proposed to be issued or the total amount of which the securities will be issued (approximately)	Allotment of 1,02,00,000 fully paid up equity shares of the Company of face value of Rs. 2/- each at an issue price of Rs. 8.25/- per share (including a premium of Rs. 6.25/- per share), pursuant to exercise and conversion of 1,02,00,000 Warrants against receipt of the 75% balance subscription amount of Rs. 6,31,12,500/-.
4	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	
a.	Name of the Investor	Skyline Tele Media Services Limited
b.	Post allotment of securities - outcome of the subscription	Pursuant to the aforesaid allotment, the issued, subscribed and paid-up share capital of the Company stands increased in the manner as set out above. Consequently, the promoter group shareholding stands increased from 49.37% to 51.74%
c.	Issue price/ allotted price (in case of convertibles)	Allotment of 1,02,00,000 fully paid Equity Shares having face value of Rs. 2/- each at an issue price of Rs. 8.25/- per share (including a premium of Rs. 6.25/- per share)
d.	Number of Investors	1 (One)
e.	In case of convertibles - Intimation on conversion of securities or on lapse of the tenure of the instrument	An amount equivalent to 25% of the issue price has been received at the time of subscription and allotment of each Warrant and the balance 75% amount of the issue price has been received at the time of exercise of option of conversion of Warrants into Equity Shares by allottee to whom the warrants have been allotted.
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

