

BAG/STX/letters/2025-26/AM/86  
February 11, 2026

To, Corporate Relationship Department <b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 <b>Scrip Code: 532507</b>	To, Listing Compliance Department <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051 <b>SYMBOL: BAGFILMS</b>
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Dear Madam/Sir,

**Sub: Summary of the Proceedings of the Extra-Ordinary General Meeting of the Company in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we enclosed herewith the summary of the Proceedings of the Extra-Ordinary General Meeting of the Company held today, i.e. Wednesday, February 11, 2026 at 4:00 P.M. (IST) through Video Conferencing or Other Audio Visual Means (VC/OAVM).

The Voting Results along with the Scrutinizer's Report will be submitted to the Stock Exchanges with in statutory timelines.

Copy of the same is also made available on the website of the Company at [www.bagnetwork24.in](http://www.bagnetwork24.in).

We request you to take the same on record.

Thanking you,  
Yours sincerely,  
For **B.A.G. Films and Media Limited**

**Ajay Mishra**  
Company Secretary &  
Compliance Officer



Encl: a/a

**SUMMARY OF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF B.A.G. FILMS AND MEDIA LIMITED**

The Extra-Ordinary General Meeting ("EGM") of the Members of B.A.G. Films and Media Limited ("the Company") was held on Wednesday, February 11, 2026 at 4:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue, in compliance with the provisions of the Companies Act, 2013 (as amended) and rules made thereunder (the 'Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), along with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI). The meeting commenced at 4:00 p.m. (IST) and concluded on 4:37 p.m. (IST) (including the time allowed for e-voting at the EGM).

Mr. Ajay Mishra, Company Secretary and Compliance Officer, welcomed the Members and briefed the general instructions to be followed by the Members and registered speakers during the Meeting.

The Company Secretary informed the Members that the Company has taken all the requisite steps to enable the Members to participate through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and vote at the EGM.

The Company Secretary informed the Members that the required Registers and documents referred in the Notice of EGM were available electronically for inspection by the Members during the EGM.

The Company Secretary requested all the present Directors to introduce themselves and mention the location from where they were attending the meeting. The following Directors, present in the Meeting introduce themselves one by one:

Ms. Anuradha Prasad Shukla	Chairperson and Managing Director
Mr. Chandan Kumar Jain	Independent Director and Chairman of the Audit Committee and Nomination and Remuneration Committee
Mr. Sudhir Shukla	Non-Executive Director and Chairman of the Stakeholders Relationship Committee
Mr. Arshit Anand	Independent Director
Ms. Anamika Sood	Independent Director
Mr. Sanjeev Kumar Dubey	Non-Executive Director

Mr. Joy Mukherjee of M/s Joy Mukherjee and Associates, Statutory Auditors and Mr. Ajay Jain, Chief Financial Officer were also present and marked their attendance.

The Company Secretary requested the Chairperson, Ms. Anuradha Prasad Shukla to take the chair.

Ms. Anuradha Prasad Shukla, Chairperson and Managing Director of the Company welcomed all the Members, Directors, Auditors and other Officers at the EGM of the Company.

The requisite quorum being present through Video Conferencing meeting, the Chairperson called the meeting in order.

She commenced her speech and summarized the purpose of this EGM of the Company.

With the consent of the Members, the Notice convening the EGM of the Company as circulated to the Members was taken as read.

The following item of business as set out in the Notice of EGM was transacted at the EGM:

**Special Business:**

1. Issuance of Warrants Convertible into Equity Shares of the Company to Member of Promoter Group of the Company on Preferential Basis.

The Company Secretary had informed the members that the Company has taken Valuation Report from Independent Registered Valuer on January 12, 2026 for the proposed Preferential Issue for determine the minimum issue price.

He further informs to the members that an addendum to the Valuation Report dated February 6, 2026, has been issued to provide clarification on the modification made in Income Approach section. This addendum explains the Profit Earning Capitalization Value (PECV) method used for valuation analysis and assigns appropriate weight to determine the fair value for calculating the minimum price. The same addendum has been filed with the Exchange and uploaded on the Company's website.

Then He invited the Members who had registered themselves as speakers to raise queries, if any, or offer any suggestion related to the resolution and operations of the Company. Total Nine registered speaker shareholders spoke / raised queries, for which necessary clarifications and responses were provided and noted.

The Chairperson appreciated the shareholders for raising pertinent queries and thanked them for their support.

The Company Secretary informed the Members that in compliance with the provisions of the Companies Act, 2013 read with the Rules framed there under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, MCA Circulars and SEBI Circulars, the Company had provided remote e-voting facility before the EGM through the services of National Securities Depository Limited (NSDL), which commenced on Saturday, February 07, 2026 at 9:00 am (IST) and ends on Tuesday, February 10, 2026 at 05:00 p.m. IST. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Wednesday, February 04, 2026 had cast their votes electronically.

Thereafter, He informed the members who were present at the EGM through VC/OAVM facility and not cast their vote via Remote E- voting were provided an opportunity to cast their vote electronically during the EGM through the National Securities Depositories Limited (NSDL) platform on the Resolution of Special business as set out in the Notice of EGM.

He further inform the Members that Ms. Balika Sharma (Membership No. 3222) of M/s Balika Sharma & Associates, Company Secretaries has been appointed as scrutinizer to scrutinize the vote cast through remote E-voting and electronic voting to conduct E-voting at the EGM.

The Shareholders were informed that the voting results would be declared after considering the Remote E-voting and e-voting done by shareholders present at the EGM.

The Chairperson authorized the Company Secretary to submit the voting results within two working days from the conclusion of the EGM along with the Consolidated Scrutinizer's Report to the Stock Exchanges (BSE and NSE) and to place on the website of the Company and NSDL.



The Chairperson thereafter thanked all the Shareholders, Directors, Auditor and others for attending the EGM and for providing their constructive suggestion and observation.

The Company Secretary informed the Members that voting on the NSDL platform would continue for another 15 minutes to enable the shareholders to cast their votes.

The EGM concluded at 4:37 p.m. (IST) (including the time allowed for e-voting at the EGM).

This is for your kind information and record.

Thanking You

Yours sincerely

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

**(Ajay Mishra)**  
**Company Secretary &**  
**Compliance Officer**

