

BAG/STX/ letters/2025-26/AM/88

February 13, 2026

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

**Sub: Intimation of Voting Results of the Extra-Ordinary General Meeting & Scrutinizer's Report in terms of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Madam/Sir,

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the Voting Results and the Consolidated Scrutinizers Report of the business transacted at the Extra Ordinary General Meeting (EGM) of the Company held on Wednesday, 11<sup>th</sup> February 2026 at 4:00 PM (IST), through Video Conferencing/Other Audio Visual Means (VC/OAVM).

The Resolution placed in the EGM was passed with requisite majority. The resolution is deemed as passed on the date of EGM, i.e. Wednesday, 11<sup>th</sup> February 2026. We enclose herewith:

- Voting Results in the format prescribed under Regulation 44 (3) of Listing Regulations.
- Report of the Scrutinizer dated 13<sup>th</sup> February, 2026.

The voting results along with Scrutinizer's Report are also being made available on the website of the Company at <https://bagnetwork24.in>

This is for your information and record please.

Thanking You

Yours sincerely

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

**AJAY**  
**MISHRA**

Digitally signed  
by AJAY MISHRA  
Date: 2026.02.13  
14:04:34 +05'30'



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

Enclosed a/a

| <b>General information about company</b>                                                    |                               |
|---------------------------------------------------------------------------------------------|-------------------------------|
| Scrip code                                                                                  | 532507                        |
| NSE Symbol                                                                                  | BAGFILMS                      |
| MSEI Symbol                                                                                 | NOTLISTED                     |
| ISIN                                                                                        | INE116D01028                  |
| Name of the company                                                                         | B.A.G FILMS AND MEDIA LIMITED |
| Type of meeting                                                                             | EGM                           |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 11-02-2026                    |
| Start time of the meeting                                                                   | 4:00 PM                       |
| End time of the meeting                                                                     | 4:37 PM                       |

| <b>Scrutinizer Details</b>                |                              |
|-------------------------------------------|------------------------------|
| Name of the Scrutinizer                   | Balika Sharma                |
| Firms Name                                | BALIKA SHARMA AND ASSOCIATES |
| Qualification                             | CS                           |
| Membership Number                         | 4816                         |
| Date of Board Meeting in which appointed  | 13-01-2026                   |
| Date of Issuance of Report to the company | 13-02-2026                   |

| <b>Voting results</b>                                                        |            |
|------------------------------------------------------------------------------|------------|
| Record date                                                                  | 04-02-2026 |
| Total number of shareholders on record date                                  | 75093      |
| No. of shareholders present in the meeting either in person or through proxy |            |
| a) Promoters and Promoter group                                              | 0          |
| b) Public                                                                    | 0          |
| No. of shareholders attended the meeting through video conferencing          |            |
| a) Promoters and Promoter group                                              | 6          |
| b) Public                                                                    | 101        |
| No. of resolution passed in the meeting                                      | 1          |
| Disclosure of notes on voting results                                        |            |

| Resolution(1)                                                            |                               |                    |                     |                                                                                                                                     |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-------------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Special                                                                                                                             |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | Yes                                                                                                                                 |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | ISSUANCE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY TO MEMBER OF PROMOTER GROUP OF THE COMPANY ON PREFERENTIAL BASIS |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares                                                                                             | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                                                                                   | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      | 89324062           | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         |                    | 89324062            | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
| Public-Institutions                                                      | E-Voting                      | 5109154            | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         |                    | 5109154             | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
| Public- Non Institutions                                                 | E-Voting                      | 103484874          | 10540458            | 10.1855                                                                                                                             | 10533072                 | 7386                   | 99.9299                              | 0.0701                             |
|                                                                          | Poll                          |                    | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                                                                                                                   | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         |                    | 103484874           | 10540458                                                                                                                            | 10.1855                  | 10533072               | 7386                                 | 99.9299                            |
| Total                                                                    |                               | 197918090          | 10540458            | 5.3257                                                                                                                              | 10533072                 | 7386                   | 99.9299                              | 0.0701                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |                                                                                                                                     |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                                                                                     |                          |                        |                                      |                                    |

| <b>Details of Invalid Votes</b> |                     |
|---------------------------------|---------------------|
| <b>Category</b>                 | <b>No. of Votes</b> |
| Promoter and Promoter Group     | 0                   |
| Public Insitutions              | 0                   |
| Public - Non Insitutions        | 0                   |



**Balika Sharma And Associates**  
**Company Secretaries**

Address : Flat No. 211 pocket A / 3,  
Sector-7, Rohini, New Delhi,  
Pin Code -110085  
Mobile : 9811387946  
E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)

**Consolidated Scrutinizer(s) Report**

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*

To,  
The Chairperson  
**B.A.G. Films and Media Limited**  
CIN: L74899DL1993PLC051841  
352, Aggarwal Plaza, Plot No.8, Kondli,  
East Delhi, New Delhi – 110096  
E-mail: [info@bagnetwork.in](mailto:info@bagnetwork.in)

Dear Madam,

**Subject: Consolidated Scrutinizer's Report on Remote E-voting and E-voting at the Extra Ordinary General Meeting (the "EGM") conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the Extra-Ordinary General Meeting (the "EGM") of the Equity Shareholders of B.A.G. Films and Media Limited ("the Company") held on Wednesday, February 11, 2026 at 4:00 P.M.(IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM').**

1. I, Balika Sharma, Proprietor of Balika Sharma & Associates, Practicing Company Secretary, (Membership No FCS 4816/ C.P. No. 3222) have been appointed as Scrutinizer by the Board of Directors of the Company in terms of the appointment letter dated January 13<sup>th</sup>, 2026 for the purpose of scrutinizing the Remote E-Voting and Voting through Electronic System during the EGM as per the provisions of Section 108 of the Companies Act, 2013 ( the 'Act' ) read with the Rules 20 of the Companies (Management and Administration) Rules, 2014 ( 'MGT Rules' ) read with amendment thereto, the Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India and Regulation 44 of Listing Regulations (as amended), and the MCA Circulars, on the businesses contained in Notice of the EGM of the Company.

Pursuant to General Circulars No.03/2025 dated 22 September 2025 read with other previous MCA General Circulars No. 09/2024 dated 19 September 2024, 09/2023 dated 25 September 2023, 10/2022 dated 28 December 2022, 02/2022 dated 05 May 2022, 20/2020 dated 05 May 2020, 14/2020 dated 08 April 2020, No. 17/2020 dated 13 April, 2020 (collectively referred to as "MCA Circulars"), issued by the Ministry of Corporate Affairs (collectively 'MCA Circulars'), the Company is convening the Extra Ordinary General Meeting (the 'EGM') through Video Conferencing ('VC')/Other Audio Visual

GST No.: 07AMAPS 9564 K1ZE

Membership No. 4816, C. P. No. 3222





## Balika Sharma And Associates Company Secretaries

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Means ('OAVM'), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ('SEBI'), vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 read with other previous Circulars No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 07, 2023, SEBI/HO/CFD/PoD- 2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars") has permitted Companies to hold their Extra-Ordinary General Meetings through Video Conference (VC) or Other Audio Visual Means (OAVM). In compliance with the applicable provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars and SEBI Circulars.

2. In terms of Regulation 44 of the Listing Regulations and pursuant to section 108 of the Act read with Rule 20 of MGT Rules in connection with all resolutions proposed at the EGM, the Company availed services of National Securities Depository Limited ('NSDL') and provided remote e-voting facility and facility of electronic voting at the time of EGM to the equity shareholders of the Company who could not vote earlier through remote e-voting facility provided by the Company.
3. The Remote E-Voting period to facilitate E-Voting by equity shareholders of the Company as at the "cut-off date" i.e. Wednesday, February 04, 2026, commenced on Saturday, February 7, 2026 at 9:00 a.m. (IST) and ended on Tuesday, February 10, 2026 at 5:00 p.m. (IST) and the NSDL Remote E-Voting platform was blocked thereafter.
4. The Company had also provided E-Voting facility to the shareholders present at the EGM through VC/OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date, i.e. Wednesday, February 04, 2026 were entitled to vote on the resolutions as contained in the Notice of the EGM. The NSDL e-voting platform was re-opened during the EGM and kept open for 15 minutes after the EGM.
5. Pursuant to the Applicable Circulars, the Notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
6. After the conclusion of e-voting at the Extra Ordinary General Meeting, the votes cast through Remote E-Voting/ E-voting during the EGM were then unblocked in the presence of two witnesses Ms. Surbhi Sharma (House No 90, 3<sup>rd</sup> Floor, Pocket-28, Sector-

GST No.: 07AMAPS 9564 K1ZE

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*Company Secretaries*

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E-mail Id: [balikasharma@gmail.com](mailto:balikasharma@gmail.com)*

24, Rohini, Delhi-110085) and Ms. Pushpa Joshi (House No. 22, 2<sup>nd</sup> Floor, Pocket B/-5, Sector-17, Rohini, Delhi-110085), who are not in the employment of the Company.

They have signed below in confirmation of the votes being unblocked in their presence.

Ms. Surbhi Sharma

Ms. Pushpa Joshi

7. I have scrutinized and reviewed the remote e-voting prior and during the EGM and votes cast therein based on the data downloaded from the NSDL E-Voting system.

**Responsibility of the Management**

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting including voting by electronic means for the resolutions stated in the Notice of the EGM dated January 13, 2026.

**Responsibility as a Scrutinizer**

Our responsibility as a Scrutinizer for the e-voting process is restricted to make a Consolidated Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Notice of the EGM dated January 13, 2026 based on the reports generated from the e-voting website of NSDL, the authorized agency engaged by the Company for providing e-voting facility.

As a Scrutinizer, the report of the e-voting carried by the shareholders was duly compiled.

I now submit the Consolidated Report on the Results of the remote e-voting and e-voting in respect of the said resolutions hereunder:

GST No.: 07AMAPS 9564 K1ZE



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**RESOLUTION NO. 1: SPECIAL RESOLUTION**

Issuance of warrants convertible into Equity Shares of the Company to Member of Promoter Group of the Company on Preferential Basis:

| Particulars                                                                   | No. of Members who cast their Votes | No. Equity Shares of the Nominal value of Rs. 2/-each (No. of Votes) | % of Total Votes Received |
|-------------------------------------------------------------------------------|-------------------------------------|----------------------------------------------------------------------|---------------------------|
| Total Votes received by electronic mode (Remote e-voting and e-voting at EGM) | 203                                 | 10540458                                                             | 100                       |
| Total Number of Votes against the resolution                                  | 37                                  | 7386                                                                 | 0.07                      |
| Total Number of Votes in favour of Resolution                                 | 166                                 | 10533072                                                             | 99.93                     |

Therefore, the Resolution No. 1 has been approved with requisite majority.

8. The electronic data and E-Voting Registers including other relevant records shall remain in my custody until the Chairperson considers, approves and sign the Minutes of the aforesaid EGM and thereafter, I shall hand over the said Registers and records to the Company Secretary/ Director authorized by the Board for safe keeping.





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9. Based on the above e-voting results, I confirm that all resolutions have been carried on with requisite majority, accordingly we request the Chairperson of the EGM or the person authorized by Chairperson to announce the results of the meeting.

Thanking you,

Yours faithfully

For Balika Sharma & Associates

Balika Sharma  
Practicing Company Secretary  
C. P. No.: 3222  
M.NO. FCS 4816  
UDIN:F004816G003928771



BALIKA  
SHARMA  
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signed by  
BALIKA  
SHARMA  
Date:  
2026.02.13  
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+05'30'

Place: Noida  
Date:13.02.2026

Countersigned by

AJAY MISHRA  
Digitally signed  
by AJAY MISHRA  
Date: 2026.02.13  
14:05:02 +05'30'

Ajay Mishra  
Company Secretary &  
Compliance Officer  
M. No.: A21096  
B.A.G. Films and Media Limited

Place: Noida  
Date: 13.02.2026