

BAG/STX/letters/2025-26/AM/110
March 28, 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 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 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 on a private placement basis on receipt 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.

In accordance with Regulation 30 read with Schedule III of the Listing Regulations, we wish to inform you that out of the 2,00,00,000 Warrants allotted to STMSL and STMSL has now opted to exercise and convert 98,00,000 Warrants which are convertible into 98,00,000 fully paid up equity shares of the Company of face value Rs. 2/- each, in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations 2018 ("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 authorised in this regard, at its meeting held today i.e., Saturday, March 28, 2026 has considered and approved the allotment of 98,00,000 fully paid up equity shares of the Company with a face value of Rs. 2/- each, at a price of Rs. 8.25/- per share (including a premium of Rs. 6.25/- per share), pursuant to the exercise and conversion of 98,00,000 Warrants against receipt of the 75% balance subscription amount of Rs. 6,06,37,500/- to STMSL, a member of the Promoter Group of the Company on preferential basis pursuant to the Special Resolution passed by Shareholders at the Extra-Ordinary General Meeting held on February 11, 2026 and in accordance with SEBI ICDR Regulations, the Companies Act, 2013 and other applicable 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	19,79,18,090	39,58,36,180	20,77,18,090	41,54,36,180
Subscribed Capital	19,79,18,090	39,58,36,180	20,77,18,090	41,54,36,180
Paid Capital	19,79,18,090	39,58,36,180*	20,77,18,090	41,54,36,180*

* 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
9,27,48,182	46.86	10,25,48,182	49.37

As per SEBI ICDR Regulations, STMSL can convert the balance 1,02,00,000 warrants by September 18, 2027 (18 months from the date of allotment).

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://bagnetnetwork24.in/>

It is further informed that the Securities Committee meeting commenced at 4.00 p.m. and concluded at 4.40 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 98,00,000 fully paid up equity shares of the Company of face value of Rs. 2/- each at a price Rs. 8.25/- per share (including a premium of Rs. 6.25/- per share), pursuant to exercise and conversion of 98,00,000 Warrants against receipt of the 75% balance subscription amount of Rs. 6,06,37,500/-.
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 46.86% to 49.37%
c.	Issue price/ allotted price (in case of convertibles)	Allotment of 98,00,000 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

