2 September 2026

BSE Limited, Rotunda Building, P. J. Towers, Dalal Street, Fort, Mumbai- 400001	**National Stock Exchange of India Limited,** Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

BSE Scrip Code: 532700/ Symbol: ENIL

Sub: AGM Notice

Dear Sir/Madam,

Please find attached herewith the Notice for holding the 27th Annual General Meeting ('AGM') of **Entertainment Network (India) Limited** for the financial year 2025-26. The Annual Report has been sent separately.

27th AGM will be held on **Friday, 25 September 2026** at **3.00 p.m. IST** through Video Conference (VC) / Other Audio-Visual Means (OAVM).

AGM Notice and Annual Report is also available at the Company's website: www.enil.co.in at https://www.enil.co.in/financials-annual-reports.php.

Thanking you,
For Entertainment Network (India) Limited

Mehul Shah
Digitally signed by Mehul Shah
Date: 2026.09.02 14:30:33 +05'30'

Mehul Shah
EVP - Compliance & Company Secretary
(FCS no- F5839)

Encl: a/a

Notice

NOTICE is hereby given that the **TWENTY SEVENTH Annual General Meeting ('AGM') of the Members of ENTERTAINMENT NETWORK (INDIA) LIMITED ('ENIL'/'the Company')** will be held on **Friday, 25 September 2026** at **3.00 p.m.** through Video Conference ('VC')/ Other Audio Visual Means ('OAVM'), to transact the following business. The venue of the meeting shall be deemed to be the Registered Office of the Company at The Times Group, Sunteck Icon, Kolekalyan Vimantal, CST Link Road, Kalina, BKC Junction, Santacruz East, Mumbai - 400098, Maharashtra, India.

Ordinary Business

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31 March 2026, and the Reports of the Board of Directors and Auditors thereon; and the audited consolidated financial statements of the Company for the financial year ended 31 March 2026, and the Report of the Auditors thereon.

2. To declare a dividend on equity shares for the financial year ended 31 March 2026.

3. To appoint a director in place of Mr. Richard Saldanha (DIN: 00189029), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 and who is not disqualified to become a director under the Companies Act, 2013 and being eligible, offers himself for reappointment.

Special Business

4. **Ratification of remuneration payable to cost auditors:**

   To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the remuneration payable to M/s. R. Nanabhoy & Co., Cost Accountants (Firm registration number- 00010), appointed by the Board of Directors of the Company on recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending on 31 March 2027, amounting to ₹ 5,00,000 (Rupees five lakhs only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified;

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to settle any question, difficulty, or doubt, that may arise in regard to the implementation of this resolution and to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters, and things as may be necessary, expedient and desirable, including filing the requisite forms or documents with regulatory authorities, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

5. **Reappointment and continuation of directorship of Mr. Richard Saldanha as the Non-Executive Director**

   To consider and, if thought fit, to pass the following resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and all other applicable rules made thereunder (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'] (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as may be required, and pursuant to the approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the reappointment and continuation of the directorship of Mr. Richard Saldanha (DIN: 00189029), aged 82 years, who is not disqualified from being reappointed as a director under the Act and is eligible for reappointment, as a Non-Executive & Non-Independent Director ('Non-Executive Director') of the Company, liable to retire by rotation, on the terms and conditions set out in the Explanatory Statement annexed to this Notice pursuant to Section 102 of the Act;

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to settle any question, difficulty or doubt, that may arise in regard to the implementation of this Resolution and to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable, including filing the required forms or documents with regulatory authorities, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto."

6. **Approval of the Alteration of the Articles of Association of the Company and grant of special rights**

   To consider and, if thought fit, to pass the following resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 5, 14 and all other applicable provisions of the Companies Act, 2013 ('the Act'), read with all the applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 31B and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'], and subject to such approvals, consents, permissions and sanctions as may be required from the appropriate statutory, regulatory or other authorities and subject to such terms, conditions or modifications as may be stipulated or prescribed or suggested by any appropriate authorities, which may be agreed to by the Board of Directors of the Company and/ or duly authorized Committees thereof (hereinafter referred to as the 'Board'), as it may deem fit, the consent of the Members of the Company be and is hereby accorded to alter the Articles of Association ('AOA') of the Company in order to remove the shareholder-specific rights / special rights conferred exclusively upon Bennett, Coleman & Company Limited ('BCCL') and to confer the same rights exclusively to Times Horizon Private Limited ('THPL'), by carrying out the following amendments to the AOA, in each case, effective on and from the 'Effective Date' under the Composite Scheme of Arrangement between BCCL and Times Horizon Private Limited under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('Scheme'), as approved by the Hon'ble National Company Law Tribunal ('NCLT'), Mumbai, vide its order dated 4 February 2026:

(a) Deletion of the definition / reference of "BCCL" appearing in the INTERPRETATION CLAUSE (Article 2) of AOA: namely - ""BCCL" means Bennett, Coleman and Company Limited, a company incorporated in India and having its registered office at The Times of India Building, Dr. D. N. Road, Mumbai – 400001." be and is hereby deleted;

(b) Insertion of the definition / reference of "THPL" in the INTERPRETATION CLAUSE (Article 2) of AOA: namely- ""THPL" means Times Horizon Private Limited, a company incorporated under the Companies Act, 2013." be and is hereby inserted;

(c) Replacing the entire Article 105: titled "BCCL's right to appoint Chairperson" and substituting it with the following Article 105:

105: THPL's right to appoint Chairperson: Times Horizon Private Limited ("THPL") shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint any director as the Chairperson of the Board of Directors of the Company and to cancel such appointment and on a vacancy being caused in such office due to any cause whatsoever, whether by such cancellation or by resignation, retirement, death, removal or otherwise, of any such person so appointed, to appoint any director to fill such vacancy. An appointment or cancellation of such appointment under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws.

(d) Replacing the entire Article 106: titled "BCCL's right to appoint Directors" and substituting it with the following Article 106:

106: THPL's right to appoint Directors: Times Horizon Private Limited ("THPL") shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint such number of person or persons as the Director or Directors of the Company as shall, together with the Managing Director or Managing Directors or Executive Director(s), constitute 1/3rd (one – third) of the total number of Directors for the time being of the Company, and to remove such person or persons from office of the Director or Directors and on a vacancy being caused in such office due to any cause whatsoever, whether by such removal or by resignation, retirement, death or otherwise, of any such person or persons so appointed, to appoint another or others to fill such vacancy or vacancies. An appointment or removal of the Director or Directors under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws. Subject to the provisions of the Act, the Managing Director or Managing Directors or Executive Director(s) so appointed by THPL shall not be liable to retire at any general meeting of the Company.

(e) Replacing the entire Article No. 107: titled "BCCL's right to appoint Managing Director / Executive Director" and substituting it with the following Article 107:

107: THPL's right to appoint Managing Director / Executive Director: Times Horizon Private Limited ("THPL") shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint a Director appointed pursuant to the provisions of Article 106 of these Articles as the Managing Director or Executive Director of the Company and to remove such person from office and on a vacancy being caused in such office from any cause whatsoever, whether by such removal or by resignation, retirement, death or otherwise, of any such person so appointed, to appoint another to fill such vacancy. An appointment or removal of the Director under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws.

RESOLVED FURTHER THAT pursuant to Regulation 31B and other applicable provisions of the Listing Regulations, the consent of the Members of the Company be and is hereby accorded to recognise and give effect to the shareholder- specific rights, special rights, powers and privileges in favour of THPL (which were previously exercisable by BCCL), as contained in Articles 105, 106 and 107 of the AOA, as amended pursuant to the foregoing resolution, in each case, effective on and from the 'Effective Date' under the Scheme;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, to execute all such documents, writings and instruments and to file such forms, returns and applications with the Registrar of Companies, stock exchanges, Securities

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and Exchange Board of India ('SEBI') and/or any other statutory or regulatory authority, as may be necessary, desirable or expedient for giving effect to this Resolution, including settling any question, difficulty or doubt that may arise in this regard, and to delegate all or any of its powers herein to any Committee of the Board or to any Director, Key Managerial Personnel or officer of the Company, as it may deem fit."

NOTES:

1. Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, read with other subsequent circulars, the latest being General Circular No. 03/2025 dated 22 September 2025, ('MCA Circulars'), has allowed the companies to conduct the Annual General Meeting (AGM) through Video Conferencing ('**VC**') or Other Audio Visual Means ('**OAVM**') without the physical presence of the members / shareholders at a common venue. Securities and Exchange Board of India ('**SEBI**') has allowed relaxation from the requirement of sending the hard copy of annual report and sending proxy forms as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In accordance with the circulars of MCA, SEBI and applicable provisions of the Companies Act, 2013 (**'the Act'**) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [**'Listing Regulations'**], the Twenty Seventh AGM of the Company shall be conducted through VC / OAVM and the Notice of the AGM along with the Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. KFin Technologies Limited (formerly KFin Technologies Private Limited) (**'R&TA'/ 'KFinTech'**) will be providing facilities for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The deemed venue of the AGM shall be the Registered Office of the Company. The procedure for participating in the meeting through VC/ OAVM is explained hereof and is also available on the website of the Company at www.enil.co.in.

2. Generally, under Section 105 of the Act, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. However, in terms of the circulars issued by MCA and SEBI, since this AGM is being conducted through VC/ OAVM, where physical attendance of the members in any case has been dispensed with, there is no requirement of appointment of proxies. Further, as per the Listing Regulations, the requirement to send proxy forms shall not be applicable to general meetings held only through electronic mode. Accordingly, the facility of appointment of proxies by the Members will not be available for this AGM and hence proxy form, attendance slip and route map are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-voting, for participation in the AGM through VC/OAVM Facility and e-voting during the AGM. Participation of the members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.

3. Institutional / Corporate Members are requested to send scanned certified true copy (PDF Format) of the board resolution/ authority letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: Scrutinizer@hkacs.com with a copy marked to evoting@kfintech.com and enil.investors@timesgroup.com authorizing their representatives to attend and vote at the AGM, pursuant to Section 113 of the Act. The scanned image of the above-mentioned documents should be in the naming format 'ENIL_EVEN NO' and said documents may also be uploaded in the e-voting module with login credentials, on or before the closure of the e-voting.

4. The Company's Registrar & Share Transfer Agents are KFin Technologies Limited ('R&TA'/ 'KFinTech'), Unit: Entertainment Network (India) Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032. Phone: 040-67162222; Toll Free no.: 1800-309-4001. E-mail: einward.ris@kfintech.com, Website: www.kfintech.com.

5. The Company has fixed **Friday, 18 September 2026 as the 'Record Date'** for taking record of the Members of the Company for the purpose of AGM and determining the names of the Members eligible for dividend on equity shares, if declared at the AGM.

6. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), setting out the material facts relating to the special business as set out in the Notice is annexed hereto. The Board of Directors has considered and decided to include Item Nos. 4 to 6 given above as Special Business in the forthcoming AGM, as the same are considered unavoidable in nature.

7. In terms of Section 72 of the Act read with the applicable rules made under the Act, every holder of shares in the Company may at any time nominate, in the prescribed manner, a person to whom his/ her shares in the Company shall vest, in the event of his/ her death. SEBI has mandated registration of PAN, KYC details and Nomination, by holders of physical securities. Members holding shares in physical form are requested to submit their PAN, KYC and Nomination details by sending a duly filled and signed Form ISR-1, ISR-2, ISR-3/SH-13, SH-14 as applicable to KFinTech. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in electronic form and to R&TA in case the shares are held by them in physical form.

Electronic communication of Annual Report and procedure for registering the e-mail address

8. In accordance with the various circulars issued by MCA and SEBI as mentioned hereof and Regulation 36(1)(a) of the Listing Regulations, this Annual Report including the Notice of the AGM, financial statements, Report of Board of Directors,

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Auditor's report and other documents required to be attached therewith are being sent in electronic mode to the Members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.enil.co.in at https://www.enil.co.in/financials-annual-reports.php and websites of the Stock Exchanges - BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's Registrar and Share Transfer Agent, KFin Technologies Limited ('KFinTech') at https://evoting.kfintech.com. A physical copy of the Notice and the Annual Report 2025-26 shall be sent to the Members on request. Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail ids are not registered with Company/R&TA/DP providing the web-link, including the exact path, where the Annual Report for financial year 2025-26 can be accessed.

9. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses with their Depository Participants, in respect of electronic holdings. The Company/ R&TA cannot act on any direct request from the Members holding shares in dematerialized form for update/ change of their e-mail addresses. Such changes are to be intimated by the Members to their Depository Participants.

   Members holding shares in physical form are requested to kindly register/update their contact details, email address, bank details, KYC details, etc. by submitting the requisite ISR-1 form along with the supporting documents. ISR-1 Form can be obtained at the following link:
   https://ris.kfintech.com/clientservices/isc/isrforms.aspx

Procedure for remote e-voting and voting at the AGM ('e-voting')

10. Pursuant to Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, and all other relevant rules made under the Act and Regulation 44 of the Listing Regulations and applicable circulars, the Company is pleased to provide the facility to the Members to exercise their right to vote on the resolutions proposed to be considered at AGM by electronic means (**'e-voting'**) and the business may be transacted through such voting. The Members may cast their votes remotely, using an electronic voting system prior to the AGM (**'remote e-voting'**). Further, the facility for voting through an electronic voting system will also be made available at the AGM (**'Insta Poll'**) and Members attending the AGM who have not cast their vote(s) by remote e-voting will be able to vote at the AGM through Insta Poll. **The cut-off date for the purpose of remote e-voting and voting at the 27th AGM is Friday, 18 September 2026. Members whose names appear in the Register of Members/list of beneficial owners as of the cut-off date are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as of the cut-off date should treat this Notice for information purposes only.** The Company has appointed KFin Technologies Limited ('KFinTech'/ 'Service Provider' / 'R&TA') for facilitating remote e-voting and also for facilitating participation and voting at the AGM.

11. As per the SEBI circular, individual members holding securities in demat mode are allowed to vote by way of single login credential, through their demat accounts/websites of Depositories/ Depository Participant(s). Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process. Members are required to update their mobile number and e-mail ID correctly in their demat account in order to access the e-voting facility.

12. Subject to the applicable provisions of the Act read with the rules made thereunder (as amended), the voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as of the cut-off date. Members are eligible to cast a vote only if they are holding shares as of the cut-off date.

13. **The remote e-voting period will commence at 9.00 a.m. (IST) on Sunday, 20 September 2026, and will end at 5.00 p.m. (IST) on Thursday, 24 September 2026.** During this period, the Members of the Company (as of the cut-off date) holding shares in physical form or in dematerialized form may cast their vote through remote e-voting. At the end of the remote e-voting period, the facility of remote e-voting shall forthwith be blocked/ disabled.

14. Once the vote on a resolution is cast by the Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting, whether partially or otherwise, prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

15. The facility for voting shall also be made available at the AGM and the Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM.

16. It is not mandatory for the Member to vote using the remote e-voting facility and the Member can exercise his vote at the AGM.

17. A member can opt for only a single mode of voting per EVEN, i.e., through remote e-voting or voting at the AGM (Insta Poll). If a member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the AGM shall be treated as 'INVALID'.

18. Members are requested to refer to the detailed procedure on e-voting furnished separately and the same shall be available on the Company's website: www.enil.co.in. In case of any query pertaining to e-voting, please visit *Help* and *FAQs* section of https://evoting.kfintech.com (R&TA's website) or download *User Manual for Shareholders* available under the *Downloads* section of https://evoting.kfintech.com or e-mail to evoting@

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kfintech.com.

Person responsible to address the grievances connected with facility for voting by electronic means: Mr. Dnyanesh Gharote - Vice President, KFin Technologies Limited, ('R&TA'/ 'KFinTech') [Unit: Entertainment Network (India) Limited], Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032. E-mail ID: evoting@kfintech.com, Contact No. 040-67162222; Toll Free no.: 1800-309-4001.

19. The Board of Directors of the Company has appointed Mr. Hemanshu Kapadia, Practicing Company Secretary (Membership No: F3477) - proprietor of M/s. Hemanshu Kapadia & Associates, failing him, Mrs. Pooja Jain, Practicing Company Secretary (Membership No: F8160) - Partner of M/s. VPP and Associates as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

20. Subject to receipt of requisite numbers of votes, the Resolutions shall be deemed to be passed on the date of the AGM.

21. During the AGM, the Chairman shall, after addressing the questions raised by the Members in advance or as a speaker at the AGM, formally propose to the Members participating through VC/ OAVM facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of the vote through the e-voting system. After the Members participating through VC/ OAVM facility, eligible and interested to cast votes, have cast the votes, the e-voting will be closed with the formal announcement of the closure of the AGM.

22. The Scrutinizer(s) shall after the conclusion of e-voting at the AGM, first count the votes cast at the AGM (Insta Poll) and thereafter unblock the votes cast through remote e-voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and such Report shall then be sent to the Chairman or a person authorized by him, within the timeframe prescribed under the Act and the Listing Regulations, who shall then countersign and declare the result of the voting forthwith.

23. The voting results, along with the consolidated scrutinizer's report, shall be placed on the website of the Company at (www.enil.co.in) and on the website of R&TA (https://evoting.kfintech.com) immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Limited.

24. **Detailed procedure and manner on remote e-voting for Individual Members holding securities in demat mode:**

Type of Members	Login Method
Individual Members holding securities in demat mode with National Securities Depository Limited (NSDL)	**1. User already registered for IDeAS e-Services facility of NSDL may follow the following procedure:** 1.1) Type in the browser / Click on the following e-Services link: https://eservices.nsdl.com 1.2) Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'IDeAS' section. 1.3) A new screen will open. Enter your User ID and Password for accessing 'IDeAS'. 1.4) After successful authentication, you will enter your 'IDeAS' service login. Click on 'Access to e-voting' under Value Added Services (e-voting services) on the panel. 1.5) Click on 'Active E-voting Cycles' option under E-voting. 1.6) You will see the Company name 'Entertainment Network (India) Limited' on the next screen. Click on the e-voting link available against the Company name - 'Entertainment Network (India) Limited' or select e-voting service provider 'KFinTech' and you will be re-directed to e-voting page of 'KFinTech' for casting your vote during the remote e-voting period. **2. User not registered for IDeAS e-Services facility of NSDL may follow the following procedure:** 2.1) To register, in the browser / Click on the following e-Services link: https://eservices.nsdl.com 2.2) Select option 'Register Online for IDeAS'. 2.3) Proceed to complete registration using your DP ID, Client ID, Mobile Number etc. 2.4) After successful registration, please follow steps given at Serial number 1 above to cast your vote.

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Type of Members	Login Method
	3. Users may directly access the e-voting module of NSDL as per the following procedure: 3.1) Type in the browser / Click on the following link: https://www.evoting.nsdl.com 3.2) Click on the button 'Login' available under 'Shareholder/ Member' section. 3.3) On the login page, enter User ID (that is, 16-character demat account number held with NSDL, starting with IN), Login Type, that is, through typing Password (in case you are registered on NSDL's e-voting platform)/ through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and Verification Code as shown on the screen. 3.4) Post successful authentication, you will enter the e-voting module of NSDL. You will see Company Name: 'Entertainment Network (India) Limited' on the next screen. Click on the e-voting link available against 'Entertainment Network (India) Limited' or select e-voting service provider 'KFinTech'. 3.5) On successful selection, you will be redirected to KFinTech e-voting page for casting your vote during the remote e-voting period. **4.** Users may download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Members holding securities in demat mode with Central Depository Services (India) Limited [CDSL]	**1. Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:** 1.1) Type in the browser / Click on the following links to login: www.cdslindia.com and click on Login icon and select 'My Easi New' (best operational in Internet Explorer 10 or above and Mozilla Firefox) 1.2) Login with your registered user id and password. 1.3) You will see the Company name – 'Entertainment Network (India) Limited' on the next screen. Click on the e-voting link available against 'Entertainment Network (India) Limited' or select e-voting service provider i.e., 'KFinTech' and you will be redirected to the e-voting page of KFinTech for casting your vote during the remote e-voting period. **2. User not registered for Easi/Easiest facility of CDSL may follow the following procedure:** 2.1) To register, type in the browser / Click on the following link: www.cdslindia.com and click on Login icon and select 'My Easi New' 2.2) Proceed to complete the registration using your DP ID- Client ID (BO ID) etc. 2.3) After successful registration, please follow the steps given at Serial number 1 above to cast your vote.

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Type of Members	Login Method
	3. User may directly access the e-voting module of CDSL as per the following procedure: 3.1) Type in the browser / Click on the following links: www.cdslindia.com and click on E Voting or / https://evoting.cdslindia.com/Evoting/EvotingLogin 3.2) Provide your demat Account Number and PAN No. 3.3) System will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. 3.4) On successful authentication, you will enter the e-voting module of CDSL. Click on the e-voting link available against the Company Name: 'Entertainment Network (India) Limited' or select e-voting service provider 'KFinTech' and you will be redirected to KFinTech e-voting page for casting your vote during the remote e-voting period.
Individual Members login through their demat accounts/ Website of Depository Participant	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL /CDSL for e-voting facility. 2. Once logged-in, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-voting feature. 3. Click on options available against the Company Name: 'Entertainment Network (India) Limited' or e-voting service provider – 'KFinTech' and you will be redirected to e-voting website of KFinTech for casting your vote during the remote e-voting period.

Important note: Members who are unable to retrieve User ID / Password are advised to use 'Forgot user ID' / 'Forgot Password' option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL:

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 18001020990 / 022-48867000.
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or call at: 18002109911.

25. **Detailed procedure and manner on remote e-voting for Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode:**

A. Members whose e-mail IDs are registered with the Company/ Depository Participant(s) will receive an e-mail from KFinTech, which will include the details of E-Voting Event Number ('EVEN'), USER ID and password. Such Members are requested to follow the following process:

(i) Launch internet browser by typing the URL: https://evoting.kfintech.com

(ii) Enter the login credentials (i.e., User ID and password). In the case of physical folio, User ID will be the E-voting Event Number (EVEN) followed by your Folio Number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting your vote.

(iii) After entering these details appropriately, click on 'LOGIN'.

(iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, $, etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**

(v) You need to login again with the new credentials.

(vi) On successful login, the system will prompt you to select the E- Voting Event Number ('EVEN') for Entertainment Network (India) Limited. Click on 'Submit'.

(vii) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under 'FOR/ AGAINST' or alternatively, you may partially enter any number in 'FOR' and partially in 'AGAINST' but the total number in 'FOR/ AGAINST' taken together should not exceed your

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total shareholding as mentioned hereinabove. You may also choose the option 'ABSTAIN'. If the Member does not indicate either 'FOR' or 'AGAINST', it will be treated as 'ABSTAIN' and the shares held will not be counted under either head.

(viii) Members holding multiple folios/ demat accounts shall choose the voting process separately for each of the folios/ demat accounts.

(ix) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

(x) You may then cast your vote by selecting an appropriate option and click on 'Submit'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

(xi) Corporate/ Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the board resolution/ authority letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: Scrutinizer@hkacs.com with a copy marked to evoting@kfintech.com and enil.investors@timesgroup.com and they may also upload the said documents in the e-voting module with their login credentials, on or before the closure of the e-voting. The scanned image of the above-mentioned documents should be in the naming format 'ENIL_EVEN NO.'

(xii) At the end of remote e-voting period, the facility of remote e-voting shall forthwith be blocked/ disabled.

B. Members whose email IDs are not registered, kindly follow the following procedure for Registration of email and Mobile:

Securities held in physical mode: Members holding securities in physical mode are hereby notified that as per the SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023, all Members holding securities in physical mode in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for them to provide a mobile number. Moreover, to avail online services, Members holding securities in physical mode can register/update their contact details, email address, bank details, KYC details, etc. through submitting the requisite ISR-1 form along with the supporting documents. ISR-1 Form can be obtained at the following link:

https://ris.kfintech.com/clientservices/isc/isrforms.aspx

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- Through hard copies which are self-attested, which can be shared at: KFIN Technologies Limited, Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032; or
- Through electronic mode with e-sign at the following link:

  https://ris.kfintech.com/clientservices/isc/default.aspx

  In case of any queries, Member may write to einward.ris@kfintech.com. Alternatively, Member may send an e-mail request at the email id: einward.ris@kfintech.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Annual report, Notice of AGM and the e-voting instructions.

  Securities held in demat mode: For information on updating the email and mobile details for securities held in electronic/ demat mode, Members may reach out to the respective Depository Participant (DP), where the demat account is opened.

26. Any person who becomes the Member of the Company after the communication of the AGM Notice and holding shares as on the cut-off date, may obtain the User ID and password from R&TA in the following manner:

- If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399:
  - Example for NSDL: MYEPWD <SPACE> IN12345612345678
  - Example for CDSL: MYEPWD <SPACE> 1402345612345678
  - Example for the Members holding shares in physical mode:
    MYEPWD <SPACE> XXXX1234567890
- If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com, the member may click 'Forgot Password' and enter Folio No. or DP ID Client ID and PAN to generate a password.
- Member may call on the R&TA's phone no: 040-67162222 or toll-free numbers 1800-309-4001.

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- Member may write to R&TA on the e-mail ID: evoting@kfintech.com or to Mr. Dnyanesh Gharote, Vice President at KFin Technologies Limited, [Unit: Entertainment Network (India) Limited], Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad– 500032, requesting for the User ID and Password.
- If the Member is already registered with R&TA's e-voting platform, then he can use his existing password for logging in.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Procedure for joining the AGM through VC/ OAVM and voting at AGM (for all the Members)

27. Members will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members are requested to login at https://emeetings.kfintech.com under Members login, by using the e-voting login credentials provided in the email received from the Company/ KFinTech. After logging in and click on the 'Video Conference' tab and select the E-Voting Event Number ('EVEN') of the Company. Click on the video symbol and accept the meeting etiquettes to join the AGM. Please note that the Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the notice.

28. Members may note that the VC/OAVM Facility, provided by KFinTech, allows participation of at least 2000 Members on a first-come-first-served basis. The large shareholders (i.e., shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on account of first-come-first-served principle.

29. For convenience of the Members and proper conduct of AGM, Members can login and join the AGM through VC/ OAVM mode thirty minutes before the time scheduled for the AGM and this mode will be kept open throughout the proceedings of AGM.

30. Members who need assistance with using the technology before or during the AGM, can contact R&TA on emeetings@kfintech.com or call on 040-67162222 or Toll-Free no.: 1800-309-4001 by quoting DP ID, Client ID/ Folio number and E-voting Event number.

31. Institutional Investors who are Members of the Company, are encouraged to attend and vote at the AGM through VC / OAVM. Any Institutional Investors Members facing issues for participating in AGM can write to enil.investors@timesgroup.com.

32. Members will be required to grant access to the webcam to enable VC / OAVM. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio / video loss due to fluctuation in their respective network. It is therefore recommended to use stable WiFi or LAN connections to mitigate any kind of aforesaid glitches. Members are encouraged to join the AGM through laptops/ desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox.

Procedure to raise questions relating to Annual Report

33. Since the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are invited to express their views / send their queries in advance. Questions/ queries shall be submitted during the period from Sunday, 20 September 2026 (9:00 a.m. IST) up to Wednesday, 23 September 2026 (5:00 p.m. IST), by any of the following process:
    - E-mail to enil.investors@timesgroup.com mentioning name, demat account no./folio number, e-mail ID, mobile number, etc.
    - Members holding shares as on the cut-off date may also visit https://emeetings.kfintech.com and click on 'Post Your Queries' and post queries/ views/ questions in the window provided, by mentioning name, demat account number/folio number, e-mail ID, mobile number, etc.
    - Members can also post their questions during AGM through the 'Ask A Question' tab which is available in the VC/ OAVM Facility as well as in the one way live webcast facility.

    Queries received after 23 September 2026 (5:00 p.m. IST) will be responded separately on e-mail.

34. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by logging onto https://emeetings.kfintech.com and clicking on the 'Speaker Registration' option available on the screen after log in. Speaker Registration will be open during the period from 20 September 2026 (9:00 a.m. IST) up to Wednesday, 23 September 2026 (5:00 p.m. IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for the smooth conduct of the AGM.

35. In the case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

36. **Detailed procedure and manner on e-voting on the date of the AGM (Insta Poll)**
    i) E-voting during the AGM is integrated with the VC/ OAVM platform at https://emeetings.kfintech.com and no separate login is required for the same.
    ii) Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the Meeting.
    iii) The e-voting 'Thumb sign' at the video screen shall be activated upon instructions of the Chairman during the AGM proceedings. Members shall click on the same to take them to the Insta Poll page. Members are requested to click on the Insta Poll icon to reach the resolution page and follow the instructions to vote on the resolutions.

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iv) Only those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.

Procedure for inspection of documents

37. As per the provisions of Section 197 of the Act, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other relevant particulars of the employees drawing remuneration in excess of the limits set out in the said rules forms part of the Annual Report. As per the second proviso to Section 136(1) of the Act, the Annual Report excluding the aforesaid information is being sent to the Members of the Company. The said information is made available for inspection by the Members and same shall be so made available for inspection in physical or in electronic form during the business hours on working day at the Registered Office of the Company without payment of fee and same will also be available during the AGM. Any Member interested in obtaining such information may write to the Company Secretary on enil.investors@timesgroup.com and the same will be furnished on request. The Annual Report is available on the Company's website at: www.enil.co.in.

38. Certificate from the Company Secretary in Practice has been attached with the Report on Corporate Governance, confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board (SEBI)/ Ministry of Corporate Affairs or any such statutory authority.

39. As per Sections 101, 136 and all other applicable provisions of the Act, read with the rules made under the Act, companies can serve/ send various reports, documents, communications, including but not limited to annual report comprising of the report of the board of directors, auditors' report, financial statements, notice of general meeting, etc. (hereinafter referred to as 'the Documents') to its Members through electronic mode at their registered e-mail addresses.

    The Company believes in green initiative and is concerned about the environment. The Company has e-mailed the Documents in electronic mode at your e-mail address obtained from the Depositories/ available with R&TA.

    Members are requested to furnish/ update the details of their address, e-mail address, bank account details, relevant information for availing various approved/ permissible modes of electronic funds transfer facilities viz. Electronic Clearing Services (ECS), National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc.:

    i) to their Depository Participants in respect of their shareholdings in electronic (dematerialized) form;

    ii) to R&TA, in respect of their shareholdings in physical form, quoting their folio numbers.

    Members are entitled to have, free of cost, a copy of the Documents upon placing a specific requisition addressed to R&TA.

40. Annual Report including *inter-alia* the Report of the Board of Directors, Auditors' Report, Financial Statements, Notice of this AGM, etc. is being sent by electronic mode to all the Members whose e-mail addresses are registered with the Company/ R&TA/ Depositories and physical copy of the Annual Report will be sent to those Members who request for the same.

41. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM and Explanatory Statements, shall be available for inspection through physical or electronic mode, basis the request being sent on enil.investors@timesgroup.com without payment of fee and same will also be available during the AGM.

Dividend related information

42. The Dividend, if declared at the AGM, would be paid subject to deduction of applicable withholding taxes on/ after Saturday, 26 September 2026 to those persons (or their mandates):

    - whose names appear as beneficial owners as at the end of the business hours on Friday, 18 September 2026 in the list of the Beneficial Owners to be obtained from the Depositories i.e., National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL], in respect of the shares held in electronic/ dematerialized mode; and
    - whose names appear as Members in the Register of Members of the Company as at the end of the business hours on Friday, 18 September 2026, in respect of the shares held in physical mode.

43. In respect of the Members holding shares in electronic form, the bank details obtained from the respective Depositories will be used for the purpose of distribution of dividend through various approved/ permissible electronic mode of payment viz. Electronic Clearing Services (ECS), National Electronic Funds Transfer (NEFT), Real Time Gross Settlement (RTGS), etc. The Company/ R&TA cannot act on any direct request from the Members holding shares in dematerialized form for update/ change of such bank details. Such changes are to be intimated by the Members to their depository participants. If the registered Members, i.e., clearing members / intermediaries / stockbrokers etc. are not the beneficial shareholders of the shares of company and if the declaration under Rule 203(2) of the Income Tax Rules, 2026 is provided regarding the beneficial ownership, the TDS/ withholding tax will be deducted at the rates applicable to the beneficial shareholders, provided such declaration is received by the end of business hours on Friday, 18 September 2026. Other documents as mentioned hereinafter will be required in addition to the said declaration.

44. In respect of the Members holding shares in the physical form, the bank details obtained from the R&TA will be used for the purpose of distribution of dividend through various approved/ permissible electronic mode of payment. Any query related to dividend or any request regarding change/

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update in the address or bank details should be directed to R&TA.

45. Payment of dividend shall be made through electronic mode to the Members who have updated their bank account details. Please note that as per SEBI Master Circular HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6 February 2026, as amended, any payment of dividend shall be made only through electronic mode to the Members. Such payment shall be made only after they have furnished their Permanent Account Number, contact details (postal address, mobile number and e-mail ID), bank account details, specimen signature, etc., for their corresponding physical folios with the Company / KFinTech. Dividend warrants, cheques, demand drafts or any other instrument are no longer required to be issued.

46. The TDS / withholding tax rate would vary depending on the residential status of the Member and documents submitted by the Member with the Company / KFinTech / Depository Participant. Members holding shares in demat form and physical form are therefore requested to ensure that the below details, as applicable, are submitted and/ or updated with KFinTech/ Depository participant(s), as the case may be on or before Friday, 11 September 2026, for the purpose of complying with the applicable TDS provisions and to enable the company to determine the appropriate TDS / withholding tax rate, as applicable:

    - Valid Permanent Account Number (PAN);
    - Residential status as per the Income Tax Act, 2025 (erstwhile Income-tax Act, 1961), i.e., Resident or Non-Resident for the Tax Year 2026-27;
    - Category of the Member, viz. Mutual Fund, Insurance Company, Alternate Investment Fund (AIF) - Category I, II and III, Government (Central/ State Government), Foreign Portfolio Investor (FPI)/ Foreign Institutional Investor (FII), Foreign Company, Individual, Hindu Undivided Family (HUF), Firm, Limited Liability Partnership (LLP), Association of Persons (AOP), Body of Individuals (BOI) or Artificial Juridical Person, Trust, Domestic Company, etc.;
    - Email Address;
    - Bank account details; and
    - Address (including country).

47. Members may note that the provisions of Income Tax Act, 2025 (erstwhile Income Tax Act, 1961) mandate that dividend paid or distributed by a Company will be taxable in the hands of the Members. Your Company shall, therefore, be required to deduct applicable Tax at Source (TDS) at the time of making the payment of dividend.

    a) For Resident Members,

    (i) TDS shall be deducted under Section 393(1) [Table: Sl. No. 7], (erstwhile Section 194 of the Income Tax Act, 1961) @ 10% or as notified by the Government of India on the amount of dividend declared and paid by the Company during the Tax Year 2026-27 provided a Valid PAN is updated in Company Register of Members. However, no TDS shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during the Tax Year 2026-27 does not exceed ₹ 10,000. Please note that this includes the future dividend, if any, which may be declared by the Board in the Tax Year 2026-27.

    (ii) Separately, in cases where the Members provides Form 121 as applicable,—provided that the eligibility conditions are met, no TDS shall be deducted. Resident Members may also submit other document as prescribed under the Income Tax Act, 2025 (erstwhile Income Tax Act, 1961) to claim a lower / Nil withholding tax.

    (iii) If a valid PAN is not updated or registered in the records of the Company/ KFinTech/ Depository Participants or if a PAN is not linked with Aadhar in case of an Individual, TDS shall be deducted @ 20% or as notified by the Government of India as per Section 397(2) of the Income Tax Act, 2025. (erstwhile Section 206AA of the Income Tax Act, 1961), regardless of dividend amount.

    (iv) All the Members are requested to update their valid PAN with their Depository Participants (if shares are held in dematerialized mode) and Company/ KFinTech (if shares are held in physical form). Please quote all the folio numbers under which you hold your shares while updating the records on or before Friday, 11 September 2026.

    (v) If the registered Members, i.e., clearing members/ intermediaries/stockbrokers etc. are not the beneficial shareholders of the shares of company and if the declaration under Rule 203(2) of the Income Tax Rules, 2026 is provided regarding the beneficial ownership, the TDS/withholding tax will be deducted at the rates applicable to the beneficial shareholders, provided such declaration is received by the end of business hours on Friday, 11 September 2026. Other documents as mentioned hereinafter will be required in addition to the said declaration.

    b) For Non-resident Members:

    (i) TDS is required to be deducted in accordance with the provisions of Section 393(2) [Table. Sl. No. 17] (erstwhile Section 195 of the Income Tax Act, 1961) @ 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable to them. However, as per Section 158 of Income Tax Act, 2025 (erstwhile Section 90 of the Income Tax Act, 1961), the non-resident members has the option to be governed by the provisions of the Double Tax Avoidance Agreement including, wherever applicable, any modifications by the Multilateral Instrument (DTAA) between India and the country of tax residence of the members, if they are more beneficial to them.

    For this purpose, i.e., to avail the Tax Treaty benefits, the non-resident members will have to

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provide the following:

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the Members is resident for the year in which dividend is received.
- Electronic filed Form 41 (erstwhile 10F) issued by the Central Board of Direct Tax. Form 41 (erstwhile 10F) can be obtained electronically through the e-filing portal of the income tax website at https://www.incometax.gov.in/iec/foportal .
- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax authorities or declaration as per Rule 217 of the Income-Tax Rules, 2026 in a specified format
- Self-declaration, certifying the following points:

  i) Member is and will continue to remain a tax resident of the country of its residence during the Tax Year 2026-27.

  ii) Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company.

  iii) Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner.

  iv) Member is the ultimate beneficial owner of its shareholding in the Company and dividend receivable from the Company, and

  v) Member does not have a taxable presence or a permanent establishment in India during the Tax Year 2026-27.

(ii) Please note that your Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction on dividend amounts. Application of the beneficial DTAA rate shall depend upon the completeness of the documents submitted and satisfactory review of the documents submitted by Non-Resident Members.

(iii) In case all the above documents are not made available, then withholding tax will be deducted at applicable rate (plus applicable surcharge and cess).

(iv) Non- Resident Members may also submit document like Lower tax deduction certificate issued by Income tax department U/s 395(1) of the Income Tax Act, 2025 and obtained from Income Tax Authority and any other documents as prescribed under the Income Tax Act, 2025 (erstwhile Income Tax Act, 1961) to claim a lower/ Nil withholding tax.

48. Accordingly, in order to enable your Company to determine the appropriate TDS rate applicable, we request you to provide these details and documents as mentioned above or any other documents you may want to rely for lower/ nil rate of tax deduction on or before Friday, 11 September 2026.

49. Kindly note that the aforementioned documents are required to be submitted at enil.tax@timesgroup.com on or before Friday, 11 September 2026 in order to enable your Company to determine and deduct appropriate TDS rate. No communication on the tax determination / deduction shall be entertained thereafter. It may be further noted that in case the tax on said dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/ documents from you, there would still be an option available with you to file the return of income and claim an appropriate refund, if eligible.

50. The Company shall arrange to e-mail the soft copy of TDS certificate to its Members through email registered with Depository in due course, as per the relevant provisions of the Income Tax Act, 2025 (erstwhile Income Tax Act, 1961). In order to enable your Company to e-mail the aforesaid TDS certificate, we request you to get your e-mail id registered on or before Friday, 11 September 2026.

51. The event of any income tax demand (including interest, penalty, etc.) on the Company arising due to any incorrect declaration, misrepresentation, inaccurate or omission of any information provided by the member, such member will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any appellate proceedings.

52. The above communication on TDS sets out the provisions of law in a summary manner only, as on the date of the communication, and does not purport to be a complete analysis or listing of all potential tax consequences. Members should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

IEPF related information

53. The MCA had notified provisions relating to unpaid/ unclaimed dividend under Sections 124 and 125 of Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. As per the said Act and Rules, as amended from time to time, the dividend that remains unclaimed/ unpaid/ un-encashed for a period of seven years and equity shares of the Company, in respect of which dividend entitlements have remained unclaimed or unpaid for seven consecutive years or more, are required to be transferred by the Company to the Investor Education and Protection Fund ('IEPF'), established by the Central Government. Therefore, the Company urges all the Members to encash / claim their respective dividend during the prescribed period.

54. Details of the unclaimed dividend amount are available on the Company website- www.enil.co.in at the url: https://www.enil.co.in/unclaimed-dividend.php and same is also uploaded on the website of the IEPF Authority and can be

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accessed through the link: www.iepf.gov.in. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the R&TA / Company Secretary at the registered address.

55. The Company has transferred ₹ 20,847, being the unpaid or unclaimed dividends declared for the financial year 2017-18 and 711 equity shares to the IEPF Authority as per the provisions of Sections 124 and 125 of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Details of dividends and shares transferred to the IEPF Authority are available on the Company website- www.enil.co.in at the url: https://www.enil.co.in/unclaimed-dividend.php and also on the website of IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.

56. The Members whose dividend and shares are transferred to the IEPF Authority can claim the same from IEPF Authority by following the Refund Procedure as detailed on the website of IEPF Authority: http://www.iepf.gov.in at http://www.iepf.gov.in/IEPF/refund.html.

57. Calendar for transfer of unclaimed dividend to IEPF:

Financial Year	Date of declaration of dividend	Due for transfer to IEPF
FY2018-19	05-Aug-2019	07-Sep-2026
FY2019-20	23-Sep-2020	26-Oct-2027
FY2020-21	28-Sep-2021	31-Oct-2028
FY2021-22	27-Sep-2022	29-Oct-2029
FY2022-23	22-Sep-2023	24-Oct-2030
FY2023-24	26-Sep-2024	28-Oct-2031
FY2024-25	12-Sep-2025	14-Oct-2032

Other information

58. As required under the Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'], relevant details in respect of the directors seeking appointment, reappointment at the AGM are set out in the *Annexure A* and *Annexure B* to the Notice and form part of the Explanatory Statement. Brief resume of all the Directors of the Company has also been furnished separately in the Annual Report. The directors have furnished the relevant consents, declarations, confirmations etc. for their appointment and reappointment.

59. Members had approved the appointment of Walker Chandiok & Co LLP, Chartered Accountants ('Walker Chandiok') (ICAI Firm Registration number - 001076N/ N500013), as the Statutory Auditors at the Twenty Third AGM of the Company which is valid till Twenty Eighth AGM of the Company. In accordance with the Act, the appointment of Statutory Auditors is not required to be ratified at every AGM.

60. SEBI has, vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3 November 2021, read with the latest Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17 November 2023, mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are requested to submit their PAN and bank account details to R&TA by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative, Members are requested to submit a copy of bank passbook / statement attested by the bank. SEBI has also mandated the submission of PAN, KYC details and nomination by holders of physical securities, and linking PAN with Aadhaar. Members are requested to submit their PAN, KYC and nomination details to the R&TA. Members who hold the securities in physical form and who fails to furnish these details or link their PAN with Aadhaar before the due date, shall be eligible to get dividend only in electronic mode with effect from 1 April 2024. Accordingly, payment of final dividend, subject to approval by the Members in the AGM, shall be paid to physical holders only after the above details are updated in their folios. Any service request shall be entertained by R&TA only after furnishing the complete documents.

    Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

61. SEBI has mandated issuance of Securities in dematerialized form in case of Investor Service Requests received from holder of physical shares pertaining to; (i) Issue of duplicate securities certificate; (ii) Claim from Unclaimed Suspense Account; (iii) Renewal / Exchange of securities certificate; (iv) Endorsement; (v) Sub-division / Splitting of securities certificate; (vi) Consolidation of securities certificates/folios; (vii) Transmission; and (viii) Transposition. The R&TA will issue a 'Letter of Confirmation' in place of Security certificate. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities.

62. Members are requested to:

    - Intimate the RTA, immediately about any change in their addresses, if the shares are held in Physical form. If the shares are held in electronic form, then such change is to be informed to the Depository Participant (DP) and not to the Company/ RTA.
    - Quote Registered Folio Number or Client ID-DP ID in all the correspondence with the Company/ RTA.
    - Approach RTA of the Company for consolidation of Folios, if any/ required.

63. In terms of the Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'], requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository. Transmission and transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, Members holding shares in physical form are advised to convert physical shares in dematerialise form.

Notice

64. Annual Report containing *inter-alia* the Notice convening the Twenty Seventh AGM, the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended 31 March 2026 and the Reports of the Board of Directors and Auditors, Report on Corporate Governance, Management Discussion & Analysis, etc. are available on the Company's website at: www.enil.co.in at https://www.enil.co.in/financials-annual-reports.php and websites of the Stock Exchanges, that is, BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of the R&TA at https://evoting.kfintech.com available under the *Downloads* section. Copies of the aforesaid documents are available for inspection and such documents shall be made available for inspection in physical or in electronic form during business hours on working day at the Registered Office of the Company without payment of fee and same will also be available during the AGM. Any Member interested in obtaining such information may write to the Company Secretary at enil.investors@timesgroup.com and the same will be furnished on request.

By Order of the Board of Directors
For **Entertainment Network (India) Limited**

sd/-

Mehul Shah
EVP – Compliance & Company Secretary
FCS: 5839

Mumbai, 5 August 2026

Registered Office:
Entertainment Network (India) Limited,
CIN: L92140MH1999PLC120516,
The Times Group, Sunteck Icon,
CST Link Road, Kalina,
BKC Junction, Santacruz East,
Mumbai - 400098,
Maharashtra, India.
www.enil.co.in

Notice

Explanatory Statement as required under Section 102 of the Companies Act, 2013

The following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 3 to 6 of the accompanying Notice dated 5 August 2026.

1. **Item No. 4:** The Board of Directors, on recommendation of the Audit Committee and pursuant to Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the Companies (Cost Records and Audit) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), approved the appointment of the Cost Auditors, M/s. R. Nanabhoy & Co., Cost Accountants (Firm registration number- 00010) to conduct the audit of the cost records of the Company for the financial year ending on 31 March 2027, at a remuneration of ₹ 5,00,000 (Rupees five lakhs only) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit. The aforesaid appointment of M/s. R. Nanabhoy & Co. is subject to the relevant notifications, orders, rules, circulars, etc. issued by the Ministry of Corporate Affairs and other regulatory authorities from time to time. A Certificate issued by the above firm regarding their independence and eligibility for appointment as the Cost Auditors of the Company and other relevant documents are available for inspection by the Members and same shall be so made available for inspection in physical or in electronic form during the business hours on working day at the Registered Office of the Company without payment of fee and same will also be available during the AGM. Any Member interested in obtaining such information may write to the Company Secretary on enil.investors@timesgroup.com and the same will be furnished on request.

2. In accordance with the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules 2014 and all other applicable rules, the remuneration payable to the Cost Auditors is required to be ratified subsequently by the Members. Accordingly, the consent of the Members is sought for passing the ordinary resolution as set out in Item No. 4 of the notice for ratification of the remuneration payable to the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending on 31 March 2027.

3. None of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution set out in Item No. 4 of the notice. The Board of Directors recommends the Ordinary Resolution set out in Item No. 4 of the Notice for approval of the Members.

4. **Item Nos. 3 and 5:** On 8 August 2024, the Members of the Company approved the appointment of Mr. Richard Saldanha (DIN: 00189029) as a Non-Executive & Non-Independent Director ('Non-Executive Director') of the Company with effect from 12 August 2024, liable to retire by rotation. In accordance with the provisions of Section 152 of the Companies Act, 2013 ('the Act'), Mr. Saldanha retires by rotation at the ensuing Annual General Meeting ('AGM') and, being eligible, has offered himself for reappointment.

5. The performance evaluation of Mr. Saldanha was carried out during his tenure with the Company based on various parameters, including his attendance, participation at Board Meetings, guidance, contribution to Board deliberations and understanding of the Company's business and industry. Based on such evaluation, Nomination & Remuneration Committee ('NRC') and Board are satisfied that Mr. Saldanha possesses the requisite qualifications, experience, business acumen and industry knowledge necessary for discharging the responsibilities of a Non-Executive Director. Based on the outcome of the performance evaluation, the NRC and Board of Directors approved and recommended his reappointment to the Board, liable to retire by rotation.

6. In the opinion of the Board, Mr. Saldanha fulfils the conditions for reappointment as the Non-Executive Director and he is not disqualified to become a director under the Act. He is not *inter-se* related to any other director or key managerial personnel and he does not hold any share in the Company. Pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the Board recommends the reappointment of Mr. Richard Saldanha as a Non-Executive, Non-Independent Director, liable to retire by rotation.

7. As per the requirement of the circular from the stock exchange (no: LIST/COMP/14/2018-19 Dated June 20, 2018), the Company affirms that Mr. Saldanha is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

8. Mr. Saldanha shall be entitled to receive sitting fees, commission and such remuneration as may be approved by the Board and the Members of the Company from time to time in accordance with the provisions of Sections 197 and 198 of the Act, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'], the Articles of Association of the Company and the Nomination & Remuneration Policy of the Company. He shall also be entitled to reimbursement of expenses incurred for attending Board, Committee and general meetings or otherwise in connection with the business of the Company.

9. In terms of Regulation 17(1A) of the Listing Regulations, the continuation or appointment/ reappointment of a Non-Executive Director who has attained the age of seventy-five years requires approval of the Members by way of a Special Resolution. Mr. Saldanha has attained the age of eighty two years. Accordingly, approval of the Members is being sought by way of the Special Resolution set out in Item No. 5 of the Notice for his reappointment and continuation as a Non-Executive Director.

10. The disclosures required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and Regulation 36(3) of the Listing Regulations are provided in *Annexure A* and *Annexure B* to the Notice, which form an integral part of this Explanatory Statement. Mr. Saldanha has furnished all requisite consents, declarations and confirmations required under the Act and the Listing Regulations.

Notice

11. Relevant documents referred to in the resolution are open for inspection by the Members and same shall be made available for inspection in physical or in electronic form during business hours on a working day at the Registered Office of the Company without payment of a fee. Any Member interested in obtaining such information may write to the Company Secretary at enil.investors@timesgroup.com and the same will be furnished on request.

12. Mr. Richard Saldanha is concerned or interested in the Ordinary Resolution set out in Item No. 3 and Special Resolution set out in Item No. 5 of the accompanying notice relating to his reappointment and continuation as the Non-Executive Director. Save and except Mr. Saldanha and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company or their relatives, are, in any way, concerned or interested, financially or otherwise, in the Resolutions set out in Item Nos. 3 and 5 of the Notice. None of the Directors and KMP of the Company are inter-se related to each other.

13. The Board believes that Mr. Saldanha's rich professional experience, strategic insight, industry expertise and continued guidance will be of significant value to the Company and that his continued association will be in the best interests of the Company. Accordingly, the Board recommends the Ordinary Resolution set out in Item No. 3 and Special Resolution set out in Item No. 5 of the accompanying Notice for approval by the Members.

14. This Explanatory Statement together with the accompanying Notice may also be regarded as a disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) of ICSI.

15. **Item No. 6:** The Articles of Association ('**AOA**') of the Company presently contain certain provisions conferring special rights exclusively upon Bennett, Coleman & Company Limited ('BCCL'), the existing promoter of the Company, so long as BCCL holds not less than twenty six percent (26%) of the total paid-up share capital of the Company. These provisions are presently contained in Articles 105, 106 and 107 of the AOA. For the convenience of the Members, the existing text of Articles 105, 106 and 107 is set out in the comparative table below, alongside the corresponding proposed text:

Existing Articles (to be deleted)	Proposed Articles (to be inserted as per the resolution)
105: BCCL's right to appoint Chairperson: BCCL shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint any director as the Chairperson of the Board of Directors of the Company and to cancel such appointment and on a vacancy being caused in such office due to any cause whatsoever, whether by such cancellation or by resignation, retirement, death, removal or otherwise, of any such person so appointed, to appoint any director to fill such vacancy. An appointment or cancellation of such appointment under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws.	105: THPL's right to appoint Chairperson: Times Horizon Private Limited ('THPL') shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint any director as the Chairperson of the Board of Directors of the Company and to cancel such appointment and on a vacancy being caused in such office due to any cause whatsoever, whether by such cancellation or by resignation, retirement, death, removal or otherwise, of any such person so appointed, to appoint any director to fill such vacancy. An appointment or cancellation of such appointment under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws.
106: BCCL's right to appoint Directors: BCCL shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint such number of person or persons as the Director or Directors of the Company as shall, together with the Managing Director or Managing Directors or Executive Director(s), constitute 1/3rd (one – third) of the total number of Directors for the time being of the Company, and to remove such person or persons from office of the Director or Directors and on a vacancy being caused in such office due to any cause whatsoever, whether by such removal or by resignation, retirement, death or otherwise, of any such person or persons so appointed, to appoint another or others to fill such vacancy or vacancies. An appointment or removal of the Director or Directors under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws. Subject to the provisions of the Act, the Managing Director or Managing Directors or Executive Director(s) so appointed by BCCL shall not be liable to retire at any general meeting of the Company.	106: THPL's right to appoint Directors: Times Horizon Private Limited ('THPL') shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint such number of person or persons as the Director or Directors of the Company as shall, together with the Managing Director or Managing Directors or Executive Director(s), constitute 1/3rd (one – third) of the total number of Directors for the time being of the Company, and to remove such person or persons from office of the Director or Directors and on a vacancy being caused in such office due to any cause whatsoever, whether by such removal or by resignation, retirement, death or otherwise, of any such person or persons so appointed, to appoint another or others to fill such vacancy or vacancies. An appointment or removal of the Director or Directors under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws. Subject to the provisions of the Act, the Managing Director or Managing Directors or Executive Director(s) so appointed by THPL shall not be liable to retire at any general meeting of the Company.

Notice

Existing Articles (to be deleted)	Proposed Articles (to be inserted as per the resolution)
107: BCCL's right to appoint Managing Director / Executive Director: BCCL shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint a Director appointed pursuant to the provisions of Article 106 of these Articles as the Managing Director or Executive Director of the Company and to remove such person from office and on a vacancy being caused in such office from any cause whatsoever, whether by such removal or by resignation, retirement, death or otherwise, of any such person so appointed, to appoint another to fill such vacancy. An appointment or removal of the Director under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws.	107: THPL's right to appoint Managing Director / Executive Director: Times Horizon Private Limited ('THPL') shall, as long as it holds not less than twenty six percent (26%) of the total paid-up share capital of the Company, be entitled, by a notice in writing addressed to the Company by its authorised representative, to appoint a Director appointed pursuant to the provisions of Article 106 of these Articles as the Managing Director or Executive Director of the Company and to remove such person from office and on a vacancy being caused in such office from any cause whatsoever, whether by such removal or by resignation, retirement, death or otherwise, of any such person so appointed, to appoint another to fill such vacancy. An appointment or removal of the Director under this Article shall become effective forthwith upon receipt by the Company of the aforesaid notice, subject to the applicable laws.

16. These Articles were incorporated to recognise the governance rights / special rights available to BCCL and such rights were intended to operate only during the period BCCL continued to satisfy the prescribed shareholding threshold.

17. BCCL, the promoter of the Company, has undertaken an internal corporate reorganisation by way of a Composite Scheme of Arrangement ('Scheme') between BCCL and Times Horizon Private Limited ('THPL') under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ('the Act'). The Scheme, *inter-alia*, provides for the demerger and vesting of the non-publishing business of BCCL, comprising education, investment, broadcasting, media, entertainment and other allied businesses ('EIBME Business'), into THPL on a going concern basis. As part of the Scheme, the entire shareholding held by BCCL in Entertainment Network (India) Limited ('ENIL'/'the Company'), being part of the EIBME Business, shall stand transferred and vested in THPL upon the Scheme becoming effective.

18. The Hon'ble National Company Law Tribunal, Mumbai ('NCLT'), vide its order dated 4 February 2026, has approved the Scheme. However, the Scheme shall become effective only upon fulfilment of the conditions precedent and receipt of all applicable statutory and regulatory approvals. Upon the Scheme becoming effective, THPL will be classified as the promoter of ENIL, subject to relevant regulatory approvals. Further, as part of the Scheme, the entire shareholding held by BCCL in the Company, being part of the EIBME Business, shall stand transferred and vested in THPL upon the Scheme becoming effective and BCCL shall cease to hold any equity shares in the Company.

19. Consequently, upon the Scheme becoming effective, the special rights presently conferred exclusively upon BCCL under Articles 105, 106 and 107 of the AOA would no longer be capable of being exercised by BCCL. It is proposed that, effective on and from the 'Effective Date' under the Scheme, the aforesaid shareholder-specific rights presently available to BCCL be conferred upon THPL, being the proposed promoter.

20. Regulation 31B of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'] requires that any special rights granted to the shareholders/members of the listed entity shall be required to be approved by the shareholders/members of the listed entity by way of a Special Resolution once in every five years starting from the date of such grant of special rights.

    For the reasons stated in the preceding para, effective on and from the 'Effective Date' under the Scheme, the special rights presently available to BCCL under Articles 105, 106 and 107 of the AOA are proposed to be conferred upon THPL, and the aforesaid period of five years under Regulation 31B of the Listing Regulations in relation to such special rights shall commence from the 'Effective Date' under the Scheme. The nature and extent of the special rights remain unchanged and only the holder of such rights is proposed to be substituted from BCCL to THPL.

21. In order to align the AOA with the proposed shareholding structure, approval of the Members is sought, pursuant to Section 14 and other applicable provisions of the Act, for alteration of the AOA as mentioned in the resolution effective on and from the 'Effective Date' under the Scheme, by:
    - deleting the definition of "BCCL" appearing in the INTERPRETATION CLAUSE (Article 2) of the AOA;
    - inserting the definition of "THPL" in the INTERPRETATION CLAUSE (Article 2) of the AOA;
    - replacing Articles 105, 106 and 107.

22. The Board of Directors ('Board'), at its meeting held on 5 August 2026, approved the proposed amendment to the AOA, subject to the approval of the Members by way of a Special Resolution.

23. The proposed draft AOA is being uploaded on the Company's website at www.enil.co.in. All the documents referred to in the Notice will be available for electronic inspection without any fee by the Members from the date of dispatch of this Notice until the conclusion of the AGM. Members seeking to inspect such documents can send an email to enil.investors@timesgroup.com.

24. None of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the

Notice

Special Resolution set out at Item No. 6 of the notice, except to the extent of their shareholding, if any, in the Company and their directorships and shareholding in the Company's holding company as stated below:

(a) Name of the holding company: Bennett, Coleman & Company Limited ('BCCL')

(b) Details of directorship and shareholdings of the directors, including their relatives in BCCL:

- Mr. Vineet Jain – Chairman of the Company is holding the office of the Managing Director of BCCL. Mr. Samir Jain, his brother, is the Vice Chairman and Managing Director of BCCL. They may be considered to be concerned or interested only to the extent of their directorships in BCCL and shareholding interest in BCCL, which is less than two percent of the paid-up share capital of BCCL.

(c) Details of directorship and shareholdings of the directors, including their relatives in THPL: Mr. Vineet Jain and Mr. N. Subramanian – Directors of the Company are also the directors of THPL.

25. In view of the foregoing, the Board is of the opinion that the proposed amendments to the Articles of Association are necessary to align the AOA of the Company with the post-reorganisation shareholding structure of the Company pursuant to the Scheme. Accordingly, the Board seeks the approval of the Members by way of a Special Resolution set out at Item No. 6 of the Notice, in terms of Regulation 31B of the Listing Regulations, the applicable provisions of the Act, read with the rules made thereunder, and other applicable laws, rules, regulations and guidelines, to give effect to the proposed amendments to the AOA of the Company. The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

By Order of the Board of Directors
For **Entertainment Network (India) Limited**

sd/-

Mehul Shah
EVP – Compliance & Company Secretary
FCS: 5839

Mumbai, 5 August 2026

Registered Office:
Entertainment Network (India) Limited,
CIN: L92140MH1999PLC120516,
The Times Group, Sunteck Icon,
CST Link Road, Kalina,
BKC Junction, Santacruz East,
Mumbai - 400098,
Maharashtra, India.
www.enil.co.in

Notice

Annexure - A:

Annexure to Item Nos. 3 and 5 of the Notice (Details as required to be furnished under the Secretarial Standard-2-para 1.2.5 and Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)**.**

As per the requirement of the circular from the stock exchange (no: LIST/COMP/14/2018-19 Dated June 20, 2018), the Nomination & Remuneration Committee and the Board of Directors, while considering the appointment and re-appointment of the directors, have verified and affirmed that they are not debarred or restrained from holding the office of director pursuant to any SEBI order or any other such authority.

None of the Directors are *inter-se* related to other directors or key managerial personnel.

Name of the Director	**Mr. Richard Saldanha**
DIN	00189029
Date of Birth and age	3 February 1944 (age: 82 years)
Qualifications	Graduate Mechanical Engineer from College of Engineering- Pune
Nature of expertise in specific functional areas/ Experience	As per the resume stated hereof at *Annexure - B.*
Nationality	Indian
Terms and conditions of appointment / reappointment	Liable to retire by rotation
Details of remuneration sought to be paid	Not applicable.
Details of remuneration last drawn (per annum)	₹ 25.00 lakhs
Date of first appointment on the Board	12 August 2024
Number of board meetings attended during the year	5 out of 5
List of Directorships held in other Companies	Nil
Committee membership	Nil
Shareholding in the Company	Nil
Relationship with Directors, Managers or other KMP	Not applicable
Skills and capabilities required for the role and the manner in which the person meets such requirements	The Board has identified core skills/ expertise/ competencies, as required in the case of the non-executive director. The Nomination & Remuneration Committee and the Board have evaluated the profile of the Director and concluded that he possesses the relevant skill and capabilities to discharge the role of the Non-Executive Director.

Notice

Annexure - B:

Resume of the Director relevant for Item Nos. 3 and 5 of the Notice (Covering nature of expertise in specific functional areas/ experience)

Mr. Richard Saldanha (Non-Executive Director)

Mr. Saldanha, a graduate Mechanical Engineer, served Hindustan Lever & Unilever plc for 30 years. He spent almost 10 years in Latin America. Rose to be Chairman and CEO of Unilever Peru and a Member of the Unilever Latin America Board.

He returned to India as Managing Director of Haldia Petrochemicals Limited, a 2.5 BN $ enterprise. Later he spent 5 years as Executive Director and Member of the Board of The Times of India Group to help build organizational capability, culture and competitiveness. He then was 6 years with The Blackstone Group in India as Executive Director responsible for Operational Excellence in a wide range of Portfolio Companies.

He has always been actively involved with NGOs and CSR initiatives.

By Order of the Board of Directors
For **Entertainment Network (India) Limited**

sd/-

Mehul Shah
EVP – Compliance & Company Secretary
FCS: 5839

Mumbai, 5 August 2026

Registered Office:
Entertainment Network (India) Limited,
CIN: L92140MH1999PLC120516,
The Times Group, Sunteck Icon,
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Maharashtra, India.
www.enil.co.in

Notice

Summary of information:

No.	Information	Details
1	AGM date and time	Friday, 25 September 2026 at 3.00 pm (IST). Annual Report is available at: www.enil.co.in at: https://www.enil.co.in/financials-annual-reports.php
2	Mode of AGM	Video Conference (VC)/ Other Audio Visual Means (OAVM)
3	Login time for AGM participation	Friday, 25 September 2026 at 2.30 pm (IST) at: https://emeetings.kfintech.com
4	Registrar & Share transfer Agent and service provider for Remote e-voting, AGM participation through VC/ OAVM and e-voting (Insta Poll) at AGM	KFin Technologies Limited ('R&TA'/ 'KFinTech'), Unit: Entertainment Network (India) Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032. Phone: 040-67162222; Toll Free no.: 1800-309-4001. Website: www.kfintech.com E-mail (for general correspondence): einward.ris@kfintech.com URL for remote e-voting: https://evoting.kfintech.com E-mail (for e-voting related queries): evoting@kfintech.com URL for AGM participation: https://emeetings.kfintech.com E-mail (for queries related to AGM participation): emeetings@kfintech.com Please refer to note nos. 10 to 36 of the AGM notice regarding e-voting and participation at the AGM.
5	Speaker registration process	Visit https://emeetings.kfintech.com and after login, click on 'Speaker Registration' during the period from Sunday, 20 September 2026 (9:00 a.m. IST) up to Wednesday, 23 September 2026 (5:00 p.m. IST).
6	Submission of Questions / Queries before and during AGM	Questions/queries shall be submitted during the period from Sunday, 20 September 2026 (9:00 a.m. IST) up to Wednesday, 23 September 2026 (5:00 p.m. IST), by any of the following process: ▪ E-mail to enil.investors@timesgroup.com mentioning name, demat account no./folio number, e-mail ID, mobile number, etc. ▪ Members holding shares as on the cut-off date may also visit https://emeetings.kfintech.com and click on 'Post Your Queries' and post queries/views/questions in the window provided, by mentioning name, demat account number/folio number, e-mail ID, mobile number, etc. ▪ Members can also post their questions during AGM through the 'Ask A Question' tab which is available in the VC/OAVM Facility as well as in the one way live webcast facility.
7	**Record date**	**Friday, 18 September 2026**
8	**Cut-off date for e-voting**	**Friday, 18 September 2026**
9	**Remote E-voting start time and date**	**Sunday, 20 September 2026 (9:00 a.m. IST)**
10	**Remote E-voting end time and date**	**Thursday, 24 September 2026 (5:00 p.m. IST)**
11	URL for E-voting	NSDL: https://eservices.nsdl.com/ or https://www.evoting.nsdl.com/ CDSL: https://www.cdslindia.com/ Voting at AGM/ Insta Poll: https://emeetings.kfintech.com Remote E-voting: https://evoting.kfintech.com
12	E-mail registration and updation process	▪ Members holding shares in demat mode can register/ update e-mail, mobile details etc. with their Depository Participants ▪ Members holding securities in physical mode can register/update their contact details, email address, bank details, KYC details, etc. through submitting the requisite ISR-1 form along with the supporting documents. ISR-1 Form can be obtained at the following link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx ▪ Members holding shares in physical mode can also contact the Company's Registrar and Transfer Agents, KFin Technologies Limited by sending an e-mail request at einward.ris@kfintech.com.