

Date: 31st July, 2024

The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1,
Block G, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051

The General Manager,
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Symbol: SAREGAMA

Scrip Code: 532163

Subject: Intimation pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') – Change in Statutory Auditors of Material Subsidiary.

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Schedule III of SEBI Listing Regulations and Chapter V of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023, we wish to inform you that M/s Price Waterhouse Chartered Accountants LLP (Firm Registration No.: 012754N/N500016) has resigned as the Statutory Auditors of the material subsidiary, Pocket Aces Pictures Private Limited ('PAPPL'). This resignation will take effect from the close of business hours on 31st July, 2024.

The Statutory Auditors have not raised any concern or issue. The Board of Directors of PAPPL has noted their resignation and placed on record its appreciation to M/s. Price Waterhouse Chartered Accountants LLP for their contribution.

Further, M/s. B S R and Co. LLP (Firm Registration No. 101248W/W-100022) has been appointed as the Statutory Auditors of PAPPL, in the Board Meeting held on 31st July, 2024, subject to the approval of Members of PAPPL.

The details as required under the SEBI Listing Regulations, read with Section V-A of Chapter V of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 are attached as '**Annexure-A**'.

The details with respect to resignation of the Statutory Auditor of the material subsidiary, as required under Section V-D of Chapter V of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023, along with the copy of resignation letter dated 31st July, 2024 received from M/s Price Waterhouse Chartered Accountants LLP, are attached as '**Annexure-B**'.

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

Thanking you,

Yours Faithfully,

For **SAREGAMA INDIA LIMITED**

Priyanka Motwani

Company Secretary and Compliance Officer

Encl: As above

**Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015**

‘Annexure- A’

Resignation of Statutory Auditors:

Sr. No.	Particulars	Details
1	Name of Material Subsidiary Company	Pocket Aces Pictures Private Limited
2	Name of the Auditor	M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No. - 012754N/N500016)
3	Reason for change viz. appointment, resignation, removal, death or otherwise	Reasons for the resignation as Statutory Auditors have been given by the Auditors vide letter dated 31 st July, 2024 and this includes the information required as per the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 th July, 2023.
4	Effective date of resignation	31 st July, 2024
5	Term of appointment	Not Applicable
6	Brief Profile (in case of appointment)	Not Applicable
7	Disclosure of relationship between directors (in case of appointment of a director)	Not Applicable

Appointment of Statutory Auditors:

Sr. No.	Particulars	Details
1	Name of Material Subsidiary Company	Pocket Aces Pictures Private Limited
2	Name of the Auditor	Appointment of M/s B S R and CO. LLP (Firm Registration No. 101248W/W-100022)
3	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
4	Date of appointment and Term of appointment	31 st July, 2024 M/s. B S R and Co. LLP (Firm Registration No. 101248W/W-100022) has been appointed as the Statutory Auditors of PAPPL, in the Board Meeting held on 31 st July, 2024, subject to the approval of Members at the ensuing Annual General Meeting. Their appointment is for a period of five consecutive years, commencing from the conclusion of 11 th Annual General Meeting to be held in FY-

		2024-2025 till the conclusion of 16 th Annual General Meeting to be held in the Financial Year 2029-30.
5	Brief Profile (in case of appointment)	Enclosed as ' Annexure – C '
6	Disclosure of relationship between directors (in case of appointment of a director)	Not Applicable
7	Disclosure of relationship between directors (in case of appointment of a director)	Not Applicable

Price Waterhouse Chartered Accountants LLP

July 31, 2024

To,
The Board of Directors
Pocket Aces Pictures Private Limited,
11 Floor, Lotus Business Park, Andheri West,
Mumbai – 400 053

Kind attention: Mrs. Aditi Shrivastava, Managing Director

Dear Madam,

Sub: Resignation as statutory auditor of Pocket Aces Pictures Private Limited

We refer to our appointment as statutory auditor of Pocket Aces Pictures Private Limited ('the Company') for a period of five years (financial years 2023-24 to 2027-28) at the annual general meeting held on September 28, 2023.

As communicated through an email dated June 18, 2024, by Mr. Kunal Lakhara, Chief Financial Officer, we understand that the Company has been acquired by another company. Consequently, the Company is desirous of aligning its auditors with that of its holding company. Accordingly, as requested we are resigning as statutory auditor with immediate effect.

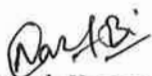
We thank the Company for the cooperation extended during our tenure as statutory auditor.

Please note that prior to our resignation, we issued our audit report dated May 21, 2024, on the financial statements for the year ended March 31, 2024 and the limited review report to the group auditors dated July 31, 2024 on the unaudited financial results for the quarter ended June 30, 2024.

Please find attached in Annexure A the information to be obtained by the Company from the auditor for the resignation as required by Securities and Exchange Board of India Master circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023. We request you to submit applicable declarations to the Stock Exchanges as may be required under the SEBI (Listing Obligations and Disclosure Requirements Regulation) 2015, as amended, within the prescribed timelines.

Yours faithfully,

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number 012754N/N500016



Naresh Kumar
Partner
Membership No. 147384

Place: Mumbai

Price Waterhouse Chartered Accountants LLP, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West)
Mumbai - 400 028
T: +91 (22) 66691500, F: +91 (22) 66547804 / 07

Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

Price Waterhouse Chartered Accountants LLP

Annexure A

S. No.	Particular	Audit Team Response
1)	Name of the listed entity / material subsidiary:	Pocket Aces Pictures Private Limited
2)	Details of the statutory auditor: a. Name: b. Address: c. Phone number: d. Email:	a. Name: Price Waterhouse Chartered Accountants LLP b. Address: 252, Veer Savarkar Marg, Shivaji Park Dadar (West), Mumbai, Maharashtra - 400028 c. Phone number: +91 98337 03738 d. Email: naresh.bakhtani@pwc.com
3)	Details of association with the listed entity / material subsidiary:	
	a. Date on which the statutory auditor was appointed:	September 28, 2023
	b. Date on which the term of the statutory auditor was scheduled to expire:	On conclusion of annual general meeting to be held during the financial year 2028-2029.
	c. Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission	We issued our audit report dated May 21, 2024 on the financial statements for the year ended March 31, 2024 and the limited review report dated July 31, 2024 on the unaudited financial results for the quarter ending June 30, 2024.
4)	Detailed reasons for resignation:	Refer resignation letter above.
5)	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors	Not applicable
6)	In case the information requested by the auditor was not provided, then following shall be disclosed: a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management. b. Whether the lack of information would have significant impact on the financial statements/results. c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised) d. Whether the lack of information was prevalent in the previous reported financial statements/results. If yes, on what basis the <u>previous audit/limited review reports</u> were issued	Not Applicable
7)	Any other facts relevant to the resignation	Not applicable



Price Waterhouse Chartered Accountants LLP

Declaration

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for resignation of my firm.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016



Naresh Kumar
Partner
Membership No. 147384

Place: Mumbai
Date: July 31, 2024

'Annexure – C'

Brief profile of Statutory Auditors

Profile of M/s B S R & Co. LLP, Chartered Accountants

B S R & Co. ('the firm ') was constituted on 27 March 1990 as a partnership firm having firm registration no. as 101248W. It and was converted into limited liability partnership i.e. B S R & Co. LLP on 14 October 2013 thereby having a new firm registration no. 10 I248WI W-1 00022. The registered office of the firm is at 14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Centre, Western Express Highway, Goregaon (East), Mumbai 400063.

B S R & Co. LLP is a member entity of B S R & Affiliates, a network registered with the Institute of Chartered Accountants of India. B S R & Co. LLP is registered in Mumbai, Gurgaon, Bangalore, Kolkata, Hyderabad, Pune, Chennai, Chandigarh, Ahmedabad, Vadodara, Noida, Jaipur and Kochi.