

SMEL/SECT/24/2025-26

Date: 04th November, 2025.

To,
The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051

Scrip Code: SILLYMONKS

Dear Sir/Madam,

Sub: Notice of Extra Ordinary General Meeting to be held on November 27, 2025.
Ref: Disclosure under Reg 30 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations 2015

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are enclosing here with, notice of Extra Ordinary General Meeting to be held on Thursday, November 27, 2025 through video conferencing (VC)/ Other Audio Visual Means (OAVM).

The following are the details w.r.t the said EGM:

Date and Time of EGM	Thursday, November 27, 2025 at 11:30 A.M
Venue	video conferencing (VC)/ Other Audio Visual Means (OAVM)
Cut Off date of shareholders eligible to attend and vote	Thursday, November 20, 2025
E-voting Dates	Monday, November 24, 2025 -9:00 am to Wednesday, November 26, 2025 – 5:00 pm
Scrutinizer	Mr. Jineshwar Kumar Sankhala
Evoting Agency	CDSL

We request you to kindly take the information on your records.

Thanking you,

Yours faithfully,
For **SILLY MONKS ENTERTAINMENT LIMITED**

Malireddy Sushma sree
Company Secretary & Compliance Officer
Encl: As above.



SILLY MONKS ENTERTAINMENT LIMITED

Regd. Office: Survey No. 91, 3rd Floor, Technical Block, Sundarayya Vignana Kendram (SVK),
Gachibowli, Rangareddi, Hyderabad, Telangana, India, 500032

CIN: L92120TG2013PLC090132 | **Website:** <http://www.sillymonks.com/>

Tel No.: +91-8008121236 | **Email ID:** investor@sillymonks.com

Notice of the Extra Ordinary General Meeting

NOTICE is hereby given that an Extra Ordinary General Meeting of the Members of Silly Monks Entertainment Limited (CIN L92120TG2013PLC090132) ("the Company") will be held on Thursday, the 27th day of November 2025 at 11:30 a.m. IST through Video Conferencing ("VC")/ Other Audio - Visual Means ("OAVM") to transact the following businesses:

Item No. 1: Increase in Authorized Share Capital

To consider and if thought fit, to pass the following Resolution, with or without Modification, as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 13, 15 and 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the Rules framed thereunder, the Consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from present Rs. 11,00,00,000/- (Rupees Eleven Crores Only) consisting of 1,10,00,000 (One Crore Ten Lakhs) equity shares of Rs. 10/- (Rupees Ten Only) each to Rs. 14,00,00,000/- (Rupees Fourteen Crores Only) consisting of 1,40,00,000 (One Crore Forty Lakh) equity shares of Rs. 10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT the Memorandum of Association of the Company, be and is hereby altered by substituting the existing Clause V. thereof by the following new Clause V. as under:

V. The authorised share capital of the Company is Rs. 14,00,00,000/- (Rupees Fourteen Crores Only) consisting of 1,40,00,000 (One Crore Forty Lakh) equity shares of Rs. 10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT the Directors and/or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required including but not limited to filing of the above resolution with the Registrar of Companies, as may be necessary and carry out all incidental activities to give effect to the resolution."

Item No. 2: Issue of equity shares on Preferential Basis to Acquirer and Non – Promoter

To consider and if thought fit, to pass the following Resolution, with or without Modification, as **Special Resolution:**

"RESOLVED THAT pursuant to Section 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any of the Companies Act, 2013 and rules framed there under (including any statutory modification or re-enactment thereof, for the time being in force) and enabling provisions in the Articles of Association of the Company and in accordance with the provisions of preferential issue as contained in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011, to the extent applicable and approvals including from National Stock Exchange of India Ltd. ("**Stock Exchange**") and all other Statutes, Rules, Regulations, Guidelines, Notifications, Circulars and clarifications as may be applicable and other approvals, if any, the approval of the members be and is hereby accorded to the Board of Directors of the Company ("**Board**") to offer, issue and allot in one or more tranches upto 22,00,000 (Twenty Two Lakhs) equity shares of Rs. 10/- (Rupees Ten Only) each at a premium of Rs. 8.50/- (Rupees Eight and Fifty paise Only) per equity share on preferential basis to the acquirer and non-promoter category as mentioned in the explanatory statement in such manner and on terms and conditions as may be determined by the Board in its absolute discretion as it may think fit and without requiring any further approval or consent from the Members, subject to and in accordance with the provisions of the SEBI(ICDR) Regulations and the Companies Act, 2013.

RESOLVED FURTHER THAT the shares of the Company are frequently traded on National Stock Exchange of India Ltd. and the price of the said issue is not lower than the price which has been determined in compliance with Regulation 164(1) of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018.

RESOLVED FURTHER THAT the "Relevant Date" in relation to the issue of these equity shares in accordance with the Chapter V of SEBI (ICDR) Regulations shall be Tuesday, October 28, 2025, being the day preceding the date that is 30 (thirty) days prior to the date of this Extra Ordinary General Meeting.

RESOLVED FURTHER THAT the said equity shares to be allotted shall rank pari - passu in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, modify, alter any of the terms and conditions of the proposed issue including reduction of the size of the issue, as it may deem expedient in its discretion and further authorized to cancel the unsubscribed issued capital which is not subscribed by persons/entities to whom the said equity shares were offered under this preferential offer.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board and/or the Company Secretary be and are hereby severally authorized for and on behalf of the Company to take all such actions and do all such deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient to the issue or allotment of such equity shares and listing thereof with the Stock Exchange as appropriate and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment, utilization of issue proceeds and to do all such acts, deeds and things in connection therewith and incidental thereto as the Board at its absolute discretion deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power herein conferred, to any committee or to one or more Directors or executive of the Company including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid Resolution."

Item No. 3: Issue of Share Warrants on Preferential Basis to Acquirer

To consider and if thought fit, to pass the following Resolution, with or without Modification, as **Special Resolution**:

"RESOLVED THAT pursuant to Section 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any of the Companies Act, 2013 and rules framed there under (including any statutory modification or re-enactment thereof, for the time being in force) and enabling provisions in the Articles of Association of the Company and in accordance with the provisions of preferential issue as contained in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011, to the extent applicable and approvals including from National Stock Exchange of India Ltd. ("**Stock Exchange**") and all other Statutes, Rules, Regulations, Guidelines, Notifications, Circulars and clarifications as may be applicable and other approvals, if any, the approval of the members be and is hereby accorded to the Board of Directors of the Company ("**Board**") to offer, issue and allot in one or more tranches upto 13,75,000 (Thirteen Lakh Seventy-Five Thousand) equity share warrants ("**Warrants**") on preferential basis, which shall be convertible /exercisable into equal number of Equity shares of the Company at the option of the Warrant holder(s), in one or more tranches, at an issue/exercise price of Rs. 18.50/- (Eighteen Rupees and Fifty paise Only) per warrant /equity share not later than 18 months from the date of their allotment in accordance with the SEBI (ICDR) Regulations or other provisions of the law as may be prevailing at the time of allotment of equity shares / conversion or exercise of warrants to the acquirer mentioned in the explanatory statement.

FURTHER RESOLVED THAT without prejudice to the generality of the above, the issue of Warrants shall be subject to the following terms and conditions:

- a) The Warrant holders shall, subject to the SEBI (ICDR) Regulations and other applicable rules, regulations and laws, be entitled to exercise the Warrants in one or more tranches within a period of 18 (Eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be exercised. The Company shall accordingly issue and allot the equal number of equity shares of face value of Rs. 10/- (Rupees Ten Only) each to the Warrant holders;

- b) An amount equivalent to 25% of the Warrant Issue Price shall be payable at the time of subscription and allotment of each Warrant and the balance 75% shall be payable by the Warrant holder(s) on the exercise of the Warrant(s);
- c) In the event that, a Warrant holder does not exercise the Warrants within a period of 18 (Eighteen) months from the date of allotment of such Warrants, the unexercised Warrants shall lapse and the amount paid by the Warrant holders on such Warrants shall stand forfeited by the Company;
- d) The Warrants and Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (ICDR) Regulations from time to time.

RESOLVED FURTHER THAT the shares of the Company are frequently traded on National Stock Exchange of India Ltd and the price of the said issue is not lower than the price which has been determined in compliance with Regulation 164(1) of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018.

RESOLVED FURTHER THAT the "Relevant Date" in relation to the issue of these equities share warrants in accordance with the Chapter V of SEBI (ICDR) Regulations shall be Tuesday, October 28, 2025, being the day preceding the date that is 30 (thirty) days prior to the date of this Extra Ordinary General Meeting.

RESOLVED FURTHER THAT the equity shares to be allotted upon exercise of Warrants shall rank paripassu in all respects including as to dividend, with the existing fully paid-up Equity shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine, vary, modify, alter any of the terms and conditions of the proposed issue including reduction of the size of the issue, as it may deem expedient in its discretion and further authorized to cancel the unsubscribed issued capital which is not subscribed by persons/entities to whom the said equity shares were offered under this preferential offer.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board and/or the Company Secretary be and are hereby severally authorized for and on behalf of the Company to take all such actions and do all such deeds, matters and things as they may, in their absolute discretion, deem necessary, desirable or expedient to the issue or allotment of such equity shares and listing thereof with the Stock Exchange as appropriate and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment, utilization of issue proceeds and to do all such acts, deeds and things in connection therewith and incidental thereto as the Board at its absolute discretion deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the power herein conferred, to any committee or to one or more Directors or executive of the Company including making necessary filings with the Stock Exchanges and Regulatory Authorities and execution of any documents on behalf of the Company and to represent the Company before any governmental authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid Resolution."

**By Order of The Board of Directors
Silly Monks Entertainment Limited**

**Sd/-
Malireddy Sushma Sree
Company Secretary & Compliance Officer**

**Date: 03.11.2025
Place : Hyderabad**

**CIN: L92120TG2013PLC090132
Regd. Office: Survey No. 91, 3rd Floor,
Technical Block, Sundarayya Vignana Kendram (SVK),
Gachibowli, Rangareddi, Hyderabad, Telangana, India, 500032**

MALIREDDY Digitally signed by
SUSHMA MALIREDDY
SREE SUSHMA SREE
Date: 2025.11.04
18:15:53 +05'30'

NOTES:

1. In continuation to the General Circular No. 14/2020 dated 08.04.2020, General Circular No. 03/2022 dated 05.05.2022 and General Circular No. 11/2022 dated 28.12.2022, General Circular No. 09/2023 dated 25.09.2023, General Circular No. 09/2024 dated 19.09.2024 and after due examination the Ministry of Corporate Affairs vide General Circular No. 03/2025 dated 22.09.2025 has allowed Companies to conduct their Extraordinary General Meetings (EGM) through Video Conference (VC) or Other Audio Visual Means (OAVM) in accordance with the framework provided in the aforesaid Circulars, till further orders. All other requirements provided in the said Circulars remain unchanged.

The forthcoming Extraordinary General Meeting ("e-EGM") of the Company will thus be held through Video Conferencing (VC) or Other Audio-Visual Means (OAVM). Hence, Members can attend and participate in the ensuing e-EGM through VC/OAVM. The deemed venue of the Extraordinary General Meeting shall be the Registered office of the Company i.e., Survey No. 91, 3rd Floor, Technical Block, Sundarayya Vignana Kendram (SVK), Gachibowli, NA Rangareddi Hyderabad Telangana India 500032

2. The Company has enabled the Members to participate at the e-EGM through VC/OAVM. The Company has appointed Bigshare Services Private Limited (Bigshare), Registrars and Share Transfer Agent, to provide VC/OAVM facility for the e-EGM. The instructions for participation by Members are given in the subsequent paragraphs. Participation at the e-EGM through VC/OAVM shall be allowed up to 1000 members on a first-come-first-served basis.
3. No restrictions on account of first-come-first-served entry into e-EGM in respect of large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc.
4. As per the provisions under the MCA Circulars, Members attending the e-EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. For receiving all communications from the Company electronically, members are requested to follow the below instructions:
 - a) Shareholders holding shares in physical mode are hereby notified that based on SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address along with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register their email IDs. Shareholders can register/update the contact details through submitting the requisite Form ISR-1 along with the supporting documents. Form ISR-1 can be obtained by clicking on the link https://www.bigshareonline.com/for_investers.aspx Form ISR-1 and the supporting documents to RTA:
 - b) Shareholders holding shares in electronic mode may reach out to the respective Depository Participant(s), where the DEMAT account is being held for updating the email IDs and mobile number.
 - c) Shareholders are requested to support this Green Initiative effort of the Company and get their email ID registered to enable the Company to send documents such as notices, annual reports, and other documents in electronic form. Those shareholders who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / RTA to enable servicing of notice, annual reports, other documents in electronic form.
 - d) Please note that as a valued shareholder of the Company, you are always entitled to request and receive all such communication in physical form free of cost.

We urge Members to support this Green Initiative effort of the Company and get their email ID registered.

6. In accordance with the provisions of the MCA and SEBI Circulars, the EGM Notice is being sent through email only to the Members whose email IDs are registered with RTA; National Securities Depository Limited ("NSDL") and/or Central Depository Services (India) Limited ("CDSL") (collectively referred to as Depositories or NSDL/CDSL).
7. The EGM Notice is available on the Company's website: <https://sillymonks.com>, and on, the website of the National Stock Exchange of India Limited at www.nseindia.com

8. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the e-EGM.
9. The Company has provided the facility to the Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the e-EGM. The instructions for remote e-voting is given in the subsequent paragraphs. Such remote e-voting facility is in addition to the voting that will take place at the e-EGM being held through VC/OAVM. The instructions for e-voting at the e-EGM (Insta Poll) is given in the subsequent paragraphs.
10. Members joining the e-EGM through VC/OAVM, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the EGM. The Members who have cast their vote by remote e-voting prior to the e-EGM may also join the e-EGM through VC/OAVM but shall not be entitled to cast their vote again.
11. The Company has appointed Mr. Jineshwar Kumar Sankhala, Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting and the Insta Poll process in a fair and transparent manner.
12. Since the EGM is being held through VC/OAVM as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the e-EGM and hence the Proxy Form, Attendance Slip and the Route Map are not annexed to this Notice.
13. Corporate Members intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email certified copy of the board/governing body resolution/authorisation etc., authorising their representatives to attend and vote on their behalf. The documents shall be emailed to - investor@sillymonks.com and a copy marked to investor@bigshareonline.com with the subject line Company.
14. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
15. A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the special businesses to be transacted at the e-EGM is annexed hereto. Special businesses which are considered to be unavoidable by the Board, are being transacted at the e-EGM. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to – investor@sillymonks.com.
16. Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details.
17. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be : -
 - a) the change in the residential status on return to India for permanent settlement, and
 - b) the particulars of the NRE account with a Bank in India, if not furnished earlier.
18. In case of any queries, the Members may write to investor@sillymonks.com to receive an email response.
19. In compliance with the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and SEBI circular issued in this regard, the Company is pleased to provide the facility of voting through electronic means (remote e-voting) to its members provided by CDSL. Members of the Company can transact all the items of business with the facility of voting through electronic means.
20. Further, the facility of electronic voting system will also be made available during the Meeting (“Insta Poll”) and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll.

21. The remote e-voting shall commence at 9:00 AM on 24th November 2025 and will end at 5:00 PM on 26th November, 2025. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
22. Voting rights shall be reckoned on the paid up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cutoff date i.e. Thursday, 20th November, 2025.
23. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting.
24. Members are requested to take note that, in compliance with the MCA Circulars, the Notice of the e-EGM is being sent to all the Members of the Company only in electronic mode to those members whose email address is registered with the Company/Depository Participant(s)/Registrar and Transfer agents. The requirements of sending physical copy of aforesaid documents has been dispensed with vide MCA Circulars. The aforesaid documents will also be available on the Company's website at <https://sillymonks.com/> under the section "INVESTORS", on the website of the National Stock Exchange of India Limited at www.nseindia.com.

INSTRUCTIONS TO THE MEMBERS FOR ATTENDING THE E-EGM THROUGH VIDEO CONFERENCE:

25. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming EGM will thus be held through through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
26. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL.
27. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
28. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
29. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the EGM through VC/OAVM and cast their votes through e-voting.
30. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at <https://sillymonks.com/>. The Notice can also be accessed from the website of the Stock Exchange National Stock Exchange of India Limited at www.nseindia.com. The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM) i.e. www.evotingindia.com.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 9:00 AM on 24th November 2025 and will end at 5:00 PM on 26th November, 2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 20th day of November 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p>

	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

MALIREDDY
SUSHMA
SREE

Digitally signed by
MALIREDDY SUSHMA
SREE
Date: 2025.11.04
18:17:23 +05'30'

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

MALIREDDY
SUSHMA SREE

Digitally signed by
MALIREDDY SUSHMA
SREE
Date: 2025.11.04
18:17:51 +05'30'

- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investor@sillymonks.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- 1) The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
- 2) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
- 4) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 5) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6) 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 Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

- 7) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
- 8) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9) Only those shareholders, who are present in the EGM through VC/OAVM facility and have not casted 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 available during the EGM.
- 10) If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

**By Order of The Board of Directors
Silly Monks Entertainment Limited**

**Sd/-
Malireddy Sushma Sree
Company Secretary & Compliance Officer**

**Date: 03.11.2025
Place : Hyderabad**

**CIN: L92120TG2013PLC090132
Regd. Office: Survey No. 91, 3rd Floor,
Technical Block, Sundarayya Vignana Kendram (SVK),
Gachibowli, Rangareddi, Hyderabad, Telangana, India, 500032**

MALIREDDY Digitally signed by
SUSHMA MALIREDDY
SREE SUSHMA SREE
Date: 2025.11.04
18:18:52 +05'30'

**ANNEXURE TO AND FORMING PART OF THE NOTICE CONVENING
THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY**

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 1: Increase in Authorized Share Capital

The present Authorised Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crores Only) consisting of 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each. Considering the increased fund requirements of the Company, the Board at its Meeting held on 3rd November 2025 had accorded its approval for increasing the Authorised Share Capital to Rs. 14,00,00,000/- (Rupees Fourteen Crores Only) consisting of 1,40,00,000 (One Crore Forty Lakh) equity shares of Rs. 10/- (Rupees Ten each) ranking pari-passu with the existing Equity Shares in all respects, as per the Memorandum and Articles of Association of the Company. Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital. The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of the Members at the General Meeting.

A copy of the Memorandum of Association duly amended will be open for inspection by the members at the Registered Office of the Company on all working days, during business hours upto the date of the extra ordinary general meeting.

The Consent of the Members is therefore being sought for the above-mentioned Resolution of the Notice as an Ordinary Resolution.

None of the Directors and/or Key Managerial Person of the Company or their relatives are in any way concerned or interested in the said Resolution except to the extent of their shareholding.

Item No. 2 to 3: Issue of equity shares, equity share warrants on Preferential Basis

Subscribers to Equity Shares:

S.No.	Name of the Subscriber and PAN	Category (Promoter/ Non Promoter)	Equity Shares / Warrants	No of shares
1	Satyapoorna Chander Yalamanchili	Acquirer	Equity Shares	14,50,000
2	Tondapu Satish Kumar	Non-Promoter	Equity Shares	7,50,000
			Total	22,00,000

Subscribers to Equity Share Warrants:

S.No.	Name of the Subscriber and PAN	Category (Promoter/ Non Promoter)	Equity Shares / Warrants	No of shares
1	Satyapoorna Chander Yalamanchili	Acquirer	Warrants	13,75,000
			Total	13,75,000

Pursuant to provisions of Section 62(1)(c) and Section 42 of Companies Act, 2013 and Regulation 160 of SEBI(ICDR) Regulations, 2018, any preferential allotment of securities is required to be approved by the shareholders by way of Special Resolution. Further, in terms of Regulation 163 of SEBI (ICDR) Regulations, Section 62 and Section 42 read with rules made thereunder, the following disclosures are required to be made in the explanatory statement to the notice of general meeting:

1. Objects of the preferential issue:

The Company intends to utilize the proceeds raised through the Preferential Issue ("Issue Proceeds") towards the following objects:

- **Acquisition of Content:** Acquisition of digital content and other related entities dealing in media content, intellectual property rights, and related media assets to strengthen its content library and enhance its market presence.

This investment is aligned with the Company's strategic objective of expanding its content portfolio, improving audience engagement, and increasing monetization opportunities across digital and traditional platforms.

The funds earmarked for this purpose will be utilized within a maximum period of 6 months from the date of receipt of funds from the issue and allotment of shares and warrants.

- The Company intends to utilize the proceeds raised through the Preferential Issue to meet the working capital requirements to support the business plans of the Company as stated above and general corporate purposes. However, the funds to be used for general corporate purposes shall not exceed twenty-five percent of the funds to be raised through this preferential issue.

The amount of funds proposed to be utilised against as follows:

Sl.No	Objects	Amounts in Crores
1	Acquisition of Content	4.50
2	Working Capital	2.00
3	General Corporate Purpose	0.11

2. **Particulars of the offer including date of passing of Board resolution:**

The Board in its meeting held on Monday, November 3, 2025 has approved the issue of the following:

Sl.No	Particulars	No of securities
1	Equity shares of Rs. 10/- each	22,00,000
2	Equity share warrants (convertible into equal no. of equity shares)	13,75,000

3. **Kinds of securities offered and the price at which security is being offered:**

The Board in its meeting held on Monday, November 3, 2025 has approved the issue of the following:

Sl.No	Particulars	No of securities	Issue Price (Rs.)*
1	Equity shares	22,00,000	18.50
2	Equity share warrants	13,75,000	18.50

*Face Value of Rs.10/-

4. **Basis or justification for the price (including premium, if any) at which the offer or invitation is being made:**

The price of the above-mentioned issue has been fixed at Rs. 18.50/- per share.

The Equity Shares of the Company are frequently traded and in terms of Regulation 164(1) of SEBI (ICDR) Regulations, 2018, and floor price has been determined in accordance with the SEBI ICDR Regulations.

In case of the frequently traded shares, as per Regulation 164(1) of the SEBI (ICDR) Regulations, 2018, a minimum issue price of the Equity Shares/ Convertible Warrants in preferential issue has to be calculated as under:

- the 90 trading days volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; which computes to Rs. 17.43 /- or
- the 10 trading days volume weighted average price of the related equity shares quoted on a recognized stock exchange preceding the relevant date; which computes to Rs. 18.23 /-

Whichever is higher

After considering the above, it was decided to issue these equity shares/warrants to be allotted on preferential basis to the proposed allottees at issue price of Rs. 18.50 /- each.

Accordingly, a valuation report has been obtained by the Company from Mr. Mohan Rao M, Registered Valuer (Registration No.: IBBI/RV/06/2019/11301) and the Independent Registered Valuer has arrived at a price of Rs. 18.23/- per share.

In terms of the applicable provisions of the SEBI (ICDR) Regulations, the price, at which the securities shall be issued and allotted is Rs. 18.50/- each, which is not lower than the price determined by the Independent Registered Valuer. The same is in compliance and in accordance with Regulation 164(1) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The Articles of Association of the issuer does not provide for any method of determination of any price and accordingly, the price has been determined as mentioned above.

5. Relevant date with reference to which the price has been arrived at:

The "Relevant Date" in relation to the issue of these Securities in accordance with the Chapter V of SEBI (ICDR) Regulations shall be Tuesday, October 28, 2025, being the day preceding the date that is 30 (thirty) days prior to the date of the General Meeting.

The shares of the Company are frequently traded on National Stock Exchange Limited. and the price of the said issue has been determined in compliance with Regulation 164(1) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

6. Name and address of valuer who performed valuation:

The Company has obtained a valuation certificate from Mr. Mohan Rao M, Registered Valuer (Registration No.: IBBI/RV/06/2019/11301) having its office at A-12 Madhuranagar S R Nagar Hyderabad 500038 which is in accordance with Regulation 165 read with Regulation 166A of SEBI (Issue of Capital and Disclosure Requirements), Regulations, 2018. The same shall be available on the website of the Company at <http://www.sillymonks.com/investor-relations>

7. Maximum number of specified securities to be issued/amount which the company intends to raise by way of such securities:

The Board in its meeting held on Monday, November 3, 2025 has approved the issue of the following

S. No	Particulars	No of securities	Issue Price (Rs.)	Amount Rs.
1	Equity shares of Rs. 10/- each	22,00,000	18.50	4,07,00,000
2	Equity share warrants (convertible into equal no. of equity shares)	13,75,000	18.50	2,54,37,500
	Total amount being raised	35,75,000	18.50	6,61,37,500

8. Intent of the promoters, directors, key managerial personnel or senior management of the issuer to subscribe to the offer:

None of the existing Promoters, Directors, KMPs or senior management of the issuer are subscribing to the issue and no contribution is being made by the existing promoters or directors or KMPs or senior management either as part of the offer or separately in furtherance of objects.

MALIREDDY SUSHMA SREE Digitally signed by
MALIREDDY
SUSHMA SREE
Date: 2025.11.04
18:19:35 +05'30'

9. **Shareholding pattern of the issuer before and after the preferential issue:**

The Pre and Post shareholding pattern of the Company is given below:

Category of shareholder	Pre-preferential issue Shareholding	Preferential Issue		Warrants Issue	Post-Issue	
	No. of shares held	% of Shares	No. of shares	No. of shares (assuming full conversion)	No. of shares held	% of Shares
(A) Promoters / Promoter Group's shareholding						
(1) Indian						
(a) Individuals/Hindu undi- vided Family	4726816	46.10	1450000.00	1375000.00	6919146	50.03
Subtotal (A) (1)		0	1450000.00	1375000.00	6919146	50.03
(2) Foreign Promoters	0	0	0	0	0	0
(a) Bodies Corporate	0	0	0	0	0	0
Sub Total (A) (2)	0	0	0	0	0	0
Total Promoter/ Promot- er Group Shareholding (A)=(A)(1)+(A)(2)*	4726816	46.10	1450000.00	1375000.00	6919146	50.03
(B) Public Shareholding					0	0
(1) Institutions	0	0	0	0		0
(a) Mutual Funds	0	0	0	0	0	0
(b) Alternative Investment Fund	0	0	0	0	0	0
(c) Financial Institutions/ Banks	0	0	0	0	0	0
(d) Foreign Portfolio Investors	0	0	0	0	0	0
(e) Qualified Institutional Buyer	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0
(g) Central Government / President of India	0	0	0	0	0	0
Sub Total (B) (1)	0	0	0	0	0	0
(2) Non-Institutions	0	0			0	0
(a) Clearing Members	1,461	0.01	0	0	1,461	0.01
(b) HUF	232098	2.26	0	0	232098	1.68
(c) Bodies Corporate	342204	3.34	0	0	342204	2.47
(d) NBFC	0	0	0	0	0	0
(e) Non-Resident Indians	70483	0.69	0	0	70483	0.51
(f) Trusts	0	0	0	0	0	0
(g) IEPF	0	0	0	0	0	0
(h) NRI	0	0	0	0	0	0
(i) Individuals Shareholders						

- Holding nominal share capital up to Rs. 2 Lakh	2419195	23.59	0	0	2419195	17.49
- Holding nominal share capital in excess of Rs. 2 Lakh	2461407	44.54	750000	0	3844077	27.79789139
Sub Total (B) (2)	5526848	53.90	0	0	6909518	49.97
Total Public Shareholding (B)= (B)(1) +(B)(2)	5526848	53.90	0	0	6909518	49.97
(C) Custodians for GDRs and ADRs	0	0	0	0	0	0
TOTAL (A)+(B)+(C)	10253664	100.00	22,00,000	13,75,000	13828664	100.00

Notes:

- 1) The pre-issue shareholding pattern is as on 30th September 2025.
- 2) The post-issue paid-up share capital of the Company is subject to alterations on account of any further allotment of Equity Shares, assuming allotment of:
 - i. **22,00,000** (Twenty Two lakhs) equity shares of Rs.10/-(Rupees Ten Only) through preferential issue to the proposed Acquirer and non-promoter.
 - ii. **13,75,000** (Thirteen lakh Seventy five Thousand) warrants issued to the Acquirer
- 3) Post issue holding of all the other shareholders is assumed to remain the same, as it was on the date on which the pre-issue shareholding pattern.
- 4) The pre and post issue shareholding is arrived after considering all the preferential allotments of equity shares and warrants proposed to be made under this notice on fully diluted basis and Share Purchase Agreement executed between existing promoters and Acquirer dated November 3, 2025.

10. Time frame within which the preferential issue shall be completed:

Pursuant to Regulation 170(1) of SEBI (ICDR) Regulations, allotment pursuant to the special resolution shall be completed within a period of fifteen days from the date of passing of such resolution or in the event allotment of securities would require any approval(s) from any regulatory authority or the Central Government, the period of fifteen days shall be counted from the date of the order on such application or the date of approval or permission, as the case may be.

11. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees: Not Applicable

12. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue:

There shall be change in the management or control of the Company pursuant to the aforesaid issue and allotment of the Equity Shares/Warrants to Acquirer and the share purchase agreement executed between existing promoters and Acquirer dated November 3, 2025.

The pre and post shareholding of the proposed allottees has been disclosed in **Annexure A**.

13. Undertakings:

The Company hereby undertakes and confirms the following:

- that the issuer shall re-compute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations where it is required to do so;
- if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees;

- Neither the Company nor any of its Promoters or Directors are wilful defaulters or fraudulent borrowers;
 - None of its Directors or Promoters are fugitive economic offenders;
 - The said preferential issue is not for consideration other than cash;
 - The Company is eligible to make the Preferential Issue to its Investor under Chapter V of the SEBI ICDR Regulations;
 - The Company shall make an application to National Stock Exchange Limited. at which the existing shares are listed, for listing of the aforementioned Equity Shares;
 - The issue of Equity Shares/warrants shall be made in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013 and relevant regulations of SEBI (ICDR) Regulations and shall be made in a dematerialized form only;
14. **The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:**

SI No	Name of Allottee	Current Status	Proposed Status
1	Satyapoorna Chander Yalamanchili	Acquirer	Promoter
2	Tondapu Satish kumar	Non-Promoter	Non-Promoter

15. **Material terms of raising such securities: NA**
16. **The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price: Nil**
17. **Lock In:**

Lock in of equity shares, share warrants and equity allotted pursuant to conversion of said warrants shall be locked-in in accordance with Regulation 167 of SEBI (ICDR) Regulations.

The certificate from the Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI (ICDR) Regulations shall be available for inspection by the Members at the meeting. The same shall be uploaded along with the valuation report on the website of the Company at <http://www.sillymonks.com/investor-relations>

Accordingly, the approval of the Members of the Company is hereby sought by way of special resolutions for authorizing the Board of Directors of the Company to create, offer, issue and allot securities on preferential basis as specifically described in the resolutions set out at Item No. 2-3 of this Notice and the explanatory statement.

None of the Directors, Key Managerial Personnel's or their respective relatives are, in any way, concerned or interested, financially or otherwise in the said resolution.

**By Order of The Board of Directors
Silly Monks Entertainment Limited**

**Sd/-
Malireddy Sushma Sree
Company Secretary & Compliance Officer**

**Date: 03.11.2025
Place : Hyderabad**

**CIN: L92120TG2013PLC090132
Regd. Office: Survey No. 91, 3rd Floor,
Technical Block, Sundarayya Vignana Kendram (SVK),
Gachibowli, Rangareddi, Hyderabad, Telangana, India, 500032**

**MALIREDDY
Y SUSHMA
SREE** Digitally signed by
MALIREDDY
SUSHMA SREE
Date: 2025.11.04
18:20:17 +05'30'

Annexure A – Ultimate Beneficial owner and Pre & Post holding details

S. No.	Name of the Subscriber	Ultimate beneficial owner of the proposed allotte(s)	Pre Issue*		Proposed allotment of shares/ warrants	Post Issue#	
			No. of shares	%		No. of Shares/warrants	%
1	Satyapoorna Chander Yalamanchili	NA - Individual	0	0	13,75,000	13,75,000	9.94
2	Satyapoorna Chander Yalamanchili	NA - Individual	0	0	14,50,000	55,44,146 ^{\$}	40.10
3	Tondapu Satish kumar	NA - Individual	0	0	7,50,000	7,50,000	5.42

*Pre Issue shares as on 03.11.2025.

#Post Issue % is considering that all the equity shares have been allotted and that all the warrants have been converted to equity shares.

S.No. 1 are subscribing to equity share warrants

S.No. 2 & 3 are subscribing to equity shares

\$ Post issue equity shares after considering the Share Purchase Agreement executed between existing promoters and Acquirer dated November 3, 2025.

MALIREDDY SUSHMA SREE
Digitally signed
by MALIREDDY SUSHMA SREE
Date: 2025.11.04
18:20:34 +05'30'