VELS FILM INTERNATIONAL LIMITED

CIN: U74999TN2019PLC132235

Dated: 01/03/2025

To,

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, BandraKurla Complex,
Bandra(East), Mumbai-400051

NSE SYMBOL: VELS

Sub: Outcome of the Board Meeting held on 01st March, 2025

Dear Sir/ Madam,

In compliance with Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company, at their Board Meeting held on today, i.e., on Saturday, March 01st, 2025 at the Registered Office of the Company situated at 521/2, Anna Salai, Nandanam, Chennai – 600 035 , Tamil Nadu, India, and which was commenced at 11.00 A.M and concluded at 12.00 P.M has inter-alia considered and approved the following:

1. Considered, approved and disinvestment in subsidiary subject to prior approval of the shareholders of the Company by way of a Special Resolution.

   The detailed disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023 in this regard is enclosed as Annexure I.

2. Approved the draft notice convening the Extraordinary General Meeting of the members of the Company will be held on Monday, the 24th March, 2025 at 12.10 P.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") for the aforementioned agendas.

VELS FILM INTERNATIONAL LIMITED
CHENNAI

The Board Meeting commenced at 11.00 A.M and concluded at 12.00 P.M

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Vels Film International Limited

SAMPATH KUMAR SUJATHA Digitally signed by SAMPATH KUMAR SUJATHA Date: 2025.03.01 16:49:22 +05'30'

VELS FILM INTERNATIONAL LIMITED CHENNAI 600035

SAMPATHKUMAR SUJATHA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M.NO: A32181

Annexure I

Disclosure as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

<table>
<tr><td>S.no</td><td>Particulars</td><td>Details</td></tr>
<tr><td>1.</td><td>The amount and percentage of the turnover or revenue or income and net worth contributed by ~~such unit or division or undertaking or~~ subsidiary ~~or associate~~ company of the listed entity during the last financial year;</td><td>Name of the Subsidiary: VELS STUDIOS AND ENTERTAINMENT PRIVATE LIMITED
<table>
<tr><td>Particulars</td><td>Amount (Rs)</td><td>% Consolidated</td></tr>
<tr><td>Turnover</td><td>28,78,53,590</td><td>72.80%</td></tr>
<tr><td>Networth</td><td>(9,68,25,530)</td><td>(55.19)%</td></tr>
</table></td></tr>
<tr><td>2.</td><td>Date on which the agreement for sale has been entered into;</td><td>The Company shall enter into Share Transfer agreement with the buyer within 3 days from the date of members' approval</td></tr>
<tr><td>3.</td><td>The expected date of completion of sale/disposal;</td><td>Proposed transaction will be completed within 4 days from the member's approval.</td></tr>
<tr><td>4.</td><td>Consideration received from such sale/disposal;</td><td>On completion of the proposed transaction, Vels Film International Limited will receive Rs 27,51,30,000 (Rupees Twenty Seven Crores Fifty One Lakhs Thirty Thousand) as consideration</td></tr>
<tr><td>5.</td><td>Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;</td><td>1. M/s Arthi Associates Private Limited,
2. M/s VG Park Beach Resorts Private Limited,
3. M/s Kushmitha Foundations Private Limited ,
4. M/s VGS Estates Private Limited ,
5. Ms. Preethaa Ganesh, Director & promoter Group,
6. Ms. Kushmitha Ganesh, Promoter Group
7. Mrs. Arthi Ganesh, Director & promoter Group
The buyer belongs to promoter/promoter group of the Company.</td></tr>
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VELS FILM INTERNATIONAL LIMITED CHENNAI 600035

6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The proposed transaction would fall under related party transactions at arm's length. However, the sale price will be the same as being sold to a "non-related party".
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Yes, the disposal of the investment in subsidiary of the Company is outside any Scheme of Arrangement. However, the proposed transaction falls within the purview of clause (a) of subsection (1) of Section 180 of the Companies Act, 2013. Therefore, Regulation 37A of the LODR Regulations is applicable
7A.	Object of such sale, lease or disposal of undertaking:	Proposed disinvestment in the best interest of the Company, to liquidate the liabilities of the company and to capitalize the improved and realistic value of the investment and to enhance the profitability of the company.
7B.	Commercial Rationale of such sale, lease or disposal of undertaking:	As stated in reply to point 7(A) above.
7C.	Use of proceeds arising therefrom:	The consideration from the proposed disinvestment will be utilised for liquidate the liability of the company
8.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale	NA

For Vels Film International Limited

VELS FILM INTERNATIONAL LIMITED CHENNAI 600035

SAMPATHKUMAR SUJATHA
COMPANY SECRETARY AND COMPLIANCE OFFICER
M.NO: A32181