

SUNGOLD MEDIA AND ENTERTAINMENT LIMITED

CIN: L22100GJ1995PLC024944

Registered office: 13, Radhakrushna Mandir Compound, Village- Rajpipla Nandod Narmada-393145
E- mail ID: sungoldmediaent@gmail.com, Website: www.sungoldmediaent.com, Contact: +91-9099018633

Date: 05.07.2022

To,
The Listing Department
Corporate Relations Department,
BSE Limited,
PJ Towers, Dalal Street Fort,
Mumbai-400001

BSE Scrip Code: 541799

Sub: - Outcome of Board Meeting in Compliance of Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

Ref. : Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI LODR Regulations')

Dear Sir/Madam,

With reference to the above captioned subject and in accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the Board of Directors of our Company at its meeting held on **Tuesday, 5th July, 2022** at Registered office of the Company situated at 13, Radhakrushna Mandir Compound, Village-Rajpipla Nandod Narmada-393145, inter-alia to considered and approved the following businesses:

1. Increase in Authorised Capital of the Company

Increase in the existing Authorised Share Capital of the Company from existing Rs. 5,00,00,000- (Rupees Five Crores) to Rs. 12,50,00,000 (Rupees Twelve Crores Fifty Lakhs) divided into 1,25,00,000 (Rupees One Crore Twenty Five Lakhs) Equity Shares of face value of Rs. 10 (Rupees Ten only) each, by creation of additional 75,00,000- (Seventy Five Lakh) Equity Shares of face of 10 (Rupees Ten only) each and consequent alteration of the existing 'Clause V' of the Memorandum of Association of the Company relating to the authorized capital.

2. Preferential Issue of Equity Shares through convertible warrants:

Subject to the approval of the shareholders of the Company in the Annual General Meeting and subject to the other regulatory approvals, the issuance and allotment of 60,00,000 (Sixty Lakhs) convertible warrants into equity shares of face value of Rs.10/- each at issue price of Rs.10/-(Rupees Ten Only) per share, total amounting to Rs. 600.00 Lakhs which offer/issue price is in accordance with the applicable provisions of the Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018 and subsequent amendments thereto. The Board issued such Convertible warrants for consideration as follows:-



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1. 25% of Issue Price i.e Rs. 2.5 (Rupees Two and Half Only) at the time of Application Received.
2. And remaining 75% of Issue Price i.e Rs. 7.5 (Rupees Seven And Half Only) within 18 Months from the date of allotment .

Aggregating to Rs.6,00,00,000 (Rupees Six Crores only) to persons mentioned ("Proposed Allottee") in Annexure – 'A' in accordance with the provisions of applicable laws.

3. To decide day, date and time for convening 27th Annual General Meeting of the Company together with the draft Notice to be issued to the Shareholders for seeking their approval, inter alia, for a) Increase in Authorised Capital of the Company; and b) Convertible warrants through Preferential Issue of Equity Shares.
4. Appointment of M/s Pooja Gandhi & Co., as Scrutinizer for the ensuing 27th Annual General Meeting of the company.
5. Appointment of Mr Nitish Chaturvedi as Registered Valuer of the company for issuance of Convertible Warrants on preferential basis.

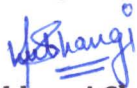
In addition to above, the details pursuant to Regulation 30(2) of the Listing Regulations read with para A.5 Of Annexure I of circular bearing no CIR/CFD/CMD/4/2015 dated September 09, 2015 issued by Securities and Exchange Board of India is enclosed herewith as an annexure.

The Board Meeting was commenced at 3.00 PM and concluded at 4.00 PM.

Kindly take the note of the same.

Thanks & Regards,

For Sungold Media And Entertainment Limited



Shubhangi Chourasia

Company Secretary and Compliance Officer



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Annexure A

1. Type of securities proposed to be issued (viz. Equity shares, convertibles etc.):
Convertible Warrants

2. Type of issuance (further public offering, rights issue, depository receipts (ADR/
GDR), qualified institutions placement, preferential allotment etc.);
Preferential allotment

3. Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately):

The Company will issue and allot 60,00,000 (Sixty Lakhs) Convertible Warrants at a price of Rs.10 per share (face value of Rs. 10 each) aggregating to the amount of Rs. 6,00,00,000/- (Rupees Six Crores Only).

4. Details furnished in case of Convertible Warrants on preferential basis:

(i)

| Name of the Proposed Allottee | Category (Promoter/ Non - Promoter) | No. of securities to be allotted |
|------------------------------------------|-------------------------------------|----------------------------------|
| RAJ RAJIV KOTIA | Promoter | 23,20,000 |
| RAJIV RAMESHCHANDRA KOTIA | Promoter | 2,40,000 |
| DAIV KOTIA | Promoter Group | 2,70,000 |
| SALONI KOTIA | Promoter Group | 2,70,000 |
| SHREE KRISHNA INFRASTRUCTURE LIMITED | Promoter Group | 3,00,000 |
| SHREE MANIBHADRA BROKING PRIVATE LIMITED | Non Promoter | 7,70,000 |
| MAGIC TOUCH SECURITIES PRIVATE LIMITED | Non Promoter | 7,00,000 |
| NAMRA TRADERS AND DISTRIBUTORS LLP | Non Promoter | 2,80,000 |
| RAHUL RUDOLPH DSOUZA | Non Promoter | 50,000 |
| ROMA RUDOLPH DSOUZA | Non Promoter | 50,000 |
| ROSE RUDOLPH DSOUZA | Non Promoter | 50,000 |
| NOEL ALEX FERRAO | Non Promoter | 50,000 |
| BRIDGET NOEL FERRAO | Non Promoter | 50,000 |
| HETAL DOSHI | Non Promoter | 70,000 |
| TEJ DOSHI | Non Promoter | 60,000 |
| VARSHABEN THOBHANI | Non Promoter | 60,000 |



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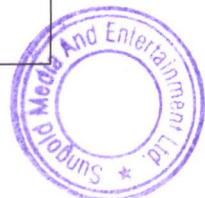
| | | |
|----------------------|--------------|----------|
| JIGNESHBHAI THOBHANI | Non Promoter | 60,000 |
| BAKULESH OZA | Non Promoter | 1,80,000 |
| KUNAL NATHANI | Non Promoter | 1,70,000 |

(ii). Number of Investors:- 20

(iii) Post allotment of securities- outcome of the subscription:

Details of the shareholding and voting rights of the Proposed Allottee after issuance of 60,00,000 Convertible Warrants is as under:

| Sr. No. | Name of the proposed allottees | Present Holding | % of the pre-issue capital | Post Issue Holding | % of post issue capital |
|---------|------------------------------------------|-----------------|----------------------------|--------------------|-------------------------|
| 1 | RAJ RAJIV KOTIA | 1941480 | 38.83 | 4261480 | 38.74 |
| 2 | RAJIV RAMESHCHANDRA KOTIA | 303550 | 6.07 | 543550 | 4.94 |
| 3 | DAIV KOTIA | 0 | 0 | 270000 | 2.45 |
| 4 | SALONI KOTIA | 0 | 0 | 270000 | 2.45 |
| 5 | SHREE KRISHNA INFRASTRUCTURE LIMITED | 601090 | 12.02 | 901090 | 8.19 |
| 6 | SHREE MANIBHADRA BROKING PRIVATE LIMITED | 650000 | 13.00 | 1420000 | 12.91 |
| 7 | MAGIC TOUCH SECURITIES PRIVATE LIMITED | 620000 | 12.4 | 1320000 | 12.00 |
| 8 | NAMRA TRADERS AND DISTRIBUTORS LLP | 240000 | 4.8 | 520000 | 4.73 |
| 9 | RAHUL RUDOLPH DSOUZA | 125000 | 2.5 | 175000 | 1.59 |
| 10 | ROMA RUDOLPH DSOUZA | 25000 | 0.5 | 75000 | 0.68 |
| 12 | ROSE RUDOLPH DSOUZA | 15000 | 0.3 | 65000 | 0.59 |



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| | | | | | |
|----|----------------------|---|---|--------|------|
| 13 | NOEL ALEX FERRAO | 0 | 0 | 50000 | 0.45 |
| 14 | BRIDGET NOEL FERRAO | 0 | 0 | 50000 | 0.45 |
| 15 | HETAL DOSHI | 0 | 0 | 70000 | 0.64 |
| 16 | TEJ DOSHI | 0 | 0 | 60000 | 0.55 |
| 17 | VARSHABEN THOBHANI | 0 | 0 | 60000 | 0.55 |
| 18 | JIGNESHBHAI THOBHANI | 0 | 0 | 60000 | 0.55 |
| 19 | BAKULESH OZA | 0 | 0 | 180000 | 1.64 |
| 20 | KUNAL NATHANI | 0 | 0 | 170000 | 1.55 |

(iv) Issue Price/Allotted Price:

The issue of Warrants convertible into equity shares on preferential basis shall be at a price of 10/- each..

The Board issued such Convertible warrants for consideration as follows:-

1. 25% of Issue Price i.e Rs. 2.5 (Rupees Two and Half Only) at the time of Application Received.
2. And remaining 75% of Issue Price i.e Rs. 7.5 (Rupees Seven And Half Only) within 18 Months from the date of allotment .

(v) In case of issuance of debt securities or other non convertible securities the listed entity shall disclose g additional details to the stock exchange(s): NA

(vi) Any cancellation or termination of proposal for issuance of securities including reasons thereof : NA

For Sungold Media And Entertainment Limited



Shubhangi Chourasia
Company Secretary & Compliance Officer

