KANAKIA CINELINE

Tuesday, June 7, 2022

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001,
Maharashtra, India.

Script Symbol: CINELINE
Script Code: 532807

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra-Kurla Complex,
Mumbai – 400051,
Maharashtra, India.

Script Symbol: CINELINE

Reference: Our prior intimation dated Thursday, June 2 2022 made pursuant to Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**SEBI Listing Regulations**").

Subject: Disclosure of event & information pursuant to Regulation 30 of the SEBI Listing Regulations.

Dear Sir/Madam,

In terms of Regulation 30 read with Schedule III of the SEBI Listing Regulations, this is to inform you that the board of directors of Cineline India Limited ("**Company**") in its meeting held today i.e., Tuesday, June 7, 2022, have inter alia, considered and approved:

1. Issuance of upto 27,00,000 (Twenty Seven Lakhs) warrants each convertible into, or exchangeable for, one equity share within the period of 18 (eighteen months) in accordance with the applicable law ("**Warrants**") at a price of **₹ 130/- (Indian Rupees One Hundred Thirty Only)** each (including the warrant subscription price and the warrant exercise price) aggregating upto ₹ 35,10,00,000/- (Thirty Five Crores Ten Lakhs Only) to the Members of the Promoter Group (as listed in **Annexure – A** herein) ("**Proposed Warrant Allottees**" or " **Warrant Holders**") by way of preferential issue in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ("**Act**") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended ("**Rules**"), Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), SEBI Listing Regulations and such other acts / rules / regulations as maybe applicable and subject to necessary approval of the members of the Company and other regulatory authorities including BSE Limited, National Stock Exchange of India Limited, Reserve Bank of India, as maybe applicable ("**Warrants Issue**"). Upon issuance of Warrants an amount of ₹ 75/- (Indian Rupees Seventy Five Only) for each Warrants shall be payable by the Warrant holders at the time of subscription and allotment of each Warrant ("**Warrant Subscription Price**") and the balance ₹ 55/- (Indian Rupees Fifty Five Only) for each Warrants shall be payable by the Warrant holders on the exercise of the Warrants ("**Warrant Exercise Price**"); and

2. The proposal for monetizing property of the Company viz. Eternity Mall located at Nagpur for a consideration of upto ₹ 60,00,00,000/- (Indian Rupees Sixty Crores Only) on such terms and conditions as maybe agreed upon by the Board ("**Sale of Undertaking**") and subject to necessary approval of the members of the Company in terms of applicable law including Section 180(1)(a) of the Act read.

The details required to be disclosed pursuant to circular dated September 09, 2015 bearing reference no. CIR/CFD/CMD/4/2015 issued by Securities and Exchange Board of India is disclosed in **Annexure – B** in relation to Warrants Issue.

Additionally, the Company will issue necessary disclosures/intimation in terms of applicable law including Regulation 30(7) of SEBI Listing Regulations as and when Company progresses on the Warrants Issue and Sale of Undertaking proposal.

The board of directors of the Company further inter alia, considered and approved the following business:

a) To hold extra-ordinary general meeting of the members of the Company on Monday, July 4, 2022 through video conferencing and/or other audio-visual means ("**EOGM**") for inter alia, seeking member's consent for Warrants Issue; and

b) Decided to keep Friday, June 3, 2022 as the cut-off date for determining the eligibility of the members entitled for receiving notice of the said EOGM.

The board meeting of the directors of the Company commenced at 12.00 p.m. (IST) and was concluded at 12.40 p.m. (IST).

Kindly take this communication on your record and disseminate.

For and on behalf of **Cineline India Limited**

Rashmi

Rashmi Shah
Company Secretary & Compliance Officer

Enclosure: As stated above.

Annexure – A

Sr. No.	Name of the Proposed Allottee	Maximum Nos. of Equity Shares to be allotted
1.	Ashish Rasesh Kanakia	6,75,000
2.	Niyati Rasesh Kanakia	6,75,000
3.	Vrutant Himanshu Kanakia	6,75,000
4.	Vrusti Benefit Trust	6,75,000
Total		**27,00,000**

For and on behalf of **Cineline India Limited**

Rashmi Shah
Company Secretary & Compliance Officer

Annexure – B

(Warrants Issue)

Disclosure of information pursuant to SEBI Circular:

Sr. No.	Particulars	Information
a.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Convertible Warrants.
b.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment / issue in terms of SEBI ICDR Regulations and other applicable law.
c.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issuance of up to 27,00,000 warrants (Twenty Seven Lakhs) at a price of ₹ 130/- (Indian Rupees One Hundred Thirty Only) each (including the Warrant Subscription Price and the Warrant Exercise Price) aggregating upto ₹ 35,10,00,000/- (Thirty Five Lakhs Ten Lakhs Only).
d.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	
	i. Names of the investors	As mentioned in **Annexure – A**
	ii. Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Please see **Schedule – A** **Issue price:** ₹ 130/- (Indian Rupees One Hundred Thirty Only) for each Warrant (including the Warrant Subscription Price and the Warrant Exercise Price). The issue price at which the Warrants shall be issued is not lower than the floor price calculated in accordance with Regulation 164 of the SEBI ICDR Regulations.
	iii. In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	
	iv. In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	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 Company.

For and on behalf of **Cineline India Limited**

Rashmi Shah
Company Secretary & Compliance Officer

Schedule – A

Sr. No.	Name of the proposed allottee	Pre-issue equity holding		Number of Warrants proposed to be issued	Post-issue equity holding (After exercise/ conversion of Warrants) #	
		Number of equity shares	%		Number of equity shares	%
1.	Ashish Rasesh Kanakia	3,67,133	1.16%	6,75,000	10,42,133	3.04 %
2.	Niyati Rasesh Kanakia	3,67,133	1.16 %	6,75,000	10,42,133	3.04%
3.	Vrutant Himanshu Kanakia	3,67,133	1.16 %	6,75,000	10,42,133	3.04%
4.	Vrusti Benefit Trust	3,67,133	1.16 %	6,75,000	10,42,133	3.04%

Assuming all the Warrants are converted into equity shares of the Company.

For and on behalf of **Cineline India Limited**

Rashmi Shah
Company Secretary & Compliance Officer