



December 27, 2024

**The Secretary,
National Stock Exchange of India Limited**
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E), Mumbai-400 051.
NSE Symbol: SHEMAROO

**The Secretary,
BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400 001.
Scrip Code : 538685

Dear Sir / Madam,

Re: SHEMAROO ENTERTAINMENT LIMITED - ISIN: INE363M01019

Sub: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI LODR”) - Incorporation of Wholly Owned Foreign Subsidiary

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI LODR, this is to inform you that the Board of Directors of the Company at its meeting held today i.e. Friday, December 27, 2024, has inter alia, considered and approved the matter of incorporation of a Wholly Owned Foreign Subsidiary of the Company in Dubai.

The details as required under the SEBI LODR read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as ‘Annexure A’.

Kindly take the above information on record and the same is also disseminated on the website of the Company i.e. www.shemarooent.com.

The meeting of the Board of Directors commenced at 04:00 P.M. and concluded at 04.45 P.M.

Thanking you,

Yours faithfully,
For Shemaroo Entertainment Limited

Pooja Sutradhar
Company Secretary & Compliance Officer
ICSI Membership no. A40807

Encl: aa



‘Annexure – A’

| Sl. | Particulars | Details |
|------------|---|---|
| 1. | Name of the target entity, details in brief such as size, turnover etc.; | Name of the proposed entity: ShemarooVerse Digital, Dubai or such other name as may be approved by the relevant authorities. Turnover: Not Applicable since it’s a newly incorporated Wholly Owned Foreign Subsidiary of the Company, where initial investment has been approved. |
| 2. | Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”; | The proposed entity would be Wholly Owned Foreign Subsidiary (WOFS) of the Company and hence once the WOFS will be incorporated, it will be a related party of the Company. |
| 3. | Industry to which the entity being acquired belongs; | Digital Entertainment |
| 4. | Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity); | 1. To innovate and staying ahead in the evolving digital entertainment landscape. 2. Focus on creating immersive engagements and leveraging blockchain technology to redefine ownership and interaction in the entertainment ecosystem. 3. Establish a dedicated entity in Dubai, as Dubai offers a Web3 friendly regulatory environment, which is critical for seamless token-based transactions and blockchain integration. The region also provides access to world-class partnerships, a robust talent pool, and cutting-edge infrastructure to support the development of a globally competitive product. 4. To position Shemaroo as a leader in the Web3 and Metaverse space, ensuring scalability, innovation, and long-term growth. It aligns with Shemaroo’s vision of creating transformative consumer |

SHEMAROO ENTERTAINMENT LIMITED



60 YEARS OF
ENTERTAINING
INDIA

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| | | experiences and strengthening Shemaroo's position in the next era of entertainment. |
| 5. | Brief details of any governmental or regulatory approvals required for the acquisition; | Not applicable |
| 6. | Indicative time period for completion of the acquisition; | The application for the process of incorporation of the Wholly Owned Foreign Subsidiary will be filed before the relevant authority and the Company shall be incorporated subject to approvals from the relevant authorities. |
| 7. | Consideration - whether cash consideration or share swap or any other form and details of the same; | The proposed Company will be incorporated with a paid up capital of 50,000 USD. |
| 8. | Cost of acquisition and/or the price at which the shares are acquired; | Not Applicable |
| 9. | Percentage of shareholding / control acquired and / or number of shares acquired; | 100% shareholding as it is a Wholly Owned Subsidiary. |
| 10. | Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover; | Not Applicable |
| 11. | Country in which the acquired entity has presence; | Dubai |
| 12. | any other significant information (in brief) | This disclosure has been based on Board approval; however, the incorporation of WOFS is subject to approval of competent authorities. |

SHEMAROO ENTERTAINMENT LIMITED

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shemarooent.com | CIN: L67190MH2005PLC158288