

July 24, 2025

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,

Bandra-Kurla Complex
Bandra (E), Mumbai-400 051.

NSE Symbol: SHEMAROO

Corporate Relationship Department BSE Limited
Phiroze Jeejeebhoy Towers

Dalal Street,
Mumbai-400 001.

Scrip Code: 538685

Dear Sir / Madam,

Re: SHEMAROO ENTERTAINMENT LIMITED - ISIN: INE363M01019

Sub: - Outcome of Board Meeting- Pursuant to Regulation 33 and 30 of the SEBI (LODR), Regulations, 2015

This is to inform that the Board of Directors, at its meeting held today i.e. July 24, 2025 *inter-alia* have considered and approved the following:

1. Unaudited Financial Results of the Company, both on Standalone and Consolidated basis for the Quarter ended June 30, 2025 (Q1).

Accordingly, please find enclosed copy of aforesaid Financial Results accompanied with the Limited Review Report dated July 24, 2025.

- 2. Re-appointment of Mr. Raman Maroo (DIN: 00169152) as Managing Director of the Company for further period of 3 years w.e.f. January 01, 2026, subject to approval of shareholders by Special Resolution.
- 3. Re-appointment of Mr. Atul Maru (DIN: 00169264) as Joint Managing Director of the Company for further period of 3 years w.e.f. January 01, 2026, subject to approval of shareholders by Special Resolution.
- 4. Re-appointment of Mr. Hiren Gada (DIN: 01108194) as WTD designated as CEO of the Company for further period of 3 years w.e.f. January 01, 2026, subject to approval of shareholders by Special Resolution.
- 5. Appointment of Ms. Namrata Shinde as the Compliance Officer of the Company with effect from July 24, 2025.
- 6. Transfer of broadcasting license of Mango TV to Mango Mass Media Private Limited through Business Transfer Agreement, subject to prior approval from Ministry of Information and Broadcasting, Government of India.

The detailed disclosure as required under Regulation 30 of the Listing Regulations read with SEBI Circular No SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 as Annexure A-1 to A-3, B and C respectively.

Kindly take 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 2:30 P.M. and concluded at 5.15 P.M.

Thanking you,

Yours faithfully,

For Shemaroo Entertainment Limited

Hiren Uday Gada WTD & CEO DIN: 01108194

Encl.: As above





'Annexure - A-1'

Sr. No.	Particulars	Details of Change			
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Raman Hirji Maroo (DIN: 00169152) as Managing Director of the Company for a further period of 3 years, subject to approval of shareholders by Special Resolution.			
2	Date of re-appointment / cessation (as applicable) & term of appointment	Date of re-appointment – 01.01.2026 Term of the re-appointment – 3 Years			
		Re-appointment is for three consecutifinancial years i.e. from January 01, 20 to December 31, 2028			
3	Brief profile (in case of appointment)	He has an experience of approximately 50 years, out of which he has spent around 41 years in the Media and Entertainment Industry. He has been instrumental in the Shemaroo Group's expansion into television rights syndication. He has always remained the driving force in the Company, taking it into new directions.			
4	Disclosure of relationships between directors (in case of appointment of a director)	Brother of Mr. Atul Maru (Jt. Managing Director); Brother of Mr. Buddhichand Maroo (Promoter Group)			
		1/			
5	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018.	Mr. Raman Hirji Maroo is not debarred from holding the office of director pursuant to any SEBI order or any other authority.			





'Annexure - A-2'

Sr. No.	Particulars	Details of Change		
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Atul Hirji Maroo (DIN: 00169264) as Joint Managing Director of the Company for a further period of 3 years, subject to approval of shareholders by Special Resolution.		
2	Date of re-appointment / cessation (as applicable) & term of appointment	Date of re-appointment – 01.01.2026 Term of the re-appointment – 3 Years Re-appointment is for three consecutifinancial years i.e. from January 01, 20, to December 31, 2028.		
3	Brief profile (in case of appointment);	He has around 44 years of experience in the Media and Entertainment industry. He has managed the transition of the Company from VHS days to today's multi-platform operations.		
4	Disclosure of relationships between directors (in case of appointment of a director)	Brother of Mr. Raman Maroo (Managing Director); Brother of Mr. Buddhichand Maroo (Promoter Group)		
5	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018.	Mr. Atul Hirji Maroo is not debarred from holding the office of director pursuant to any SEBI order or any other authority.		





'Annexure - A-3'

Sr. No.	Particulars	Details of Change			
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Hiren Uday Gac (DIN: 01108194) as WTD designated a CEO of the Company for a further period of 3 years, subject to approval of shareholders by Special Resolution.			
2	Date of re-appointment / cessation (as applicable) & term of appointment	Date of re-appointment – 01.01.2026 Term of the re-appointment – 3 Years Re-appointment is for three consecutive financial years i.e. from January 01, 2026 to December 31, 2028.			
3	Brief profile (in case of appointment);	He has approximately 28 years of work experience, out of which, he has around 21 years of experience in the Media and Entertainment Industry. He is an industry thought leader and brings a fresh perspective to the M&E space in India.			
4	Disclosure of relationships between directors (in case of appointment of a director)	Brother of Kranti Gada Arambhan (Promoter Group)			
5	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018.	Mr. Hiren Uday Gada is not debarred from holding the office of director pursuant to any SEBI order or any other authority.			





'Annexure - B'

Sr. No.	Particulars	Details of Change
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment
2	Date of appointment / cessation (as applicable) & term of appointment	Date of appointment – July 24, 2025
3	Brief profile (in case of appointment);	Ms. Namrata Shinde is an Associate Member of the Institute of Company Secretaries of India (A57072) and has post qualification experience of seven years in the Secretarial and Compliance Department. She is a qualified Company Secretary and Law Graduate and has completed graduation in Commerce. She has been serving the corporates since her training days and has multi-industry experiences in Real Estate, Defence, IT and Media & Entertainment. She has the privilege of gaining experience in listed as well as non-listed companies and Limited Liability Partnerships.
4	Disclosure of relationships between directors (in case of appointment of a director)	NA





'Annexure - C'

Sr. No.	Particulars	Details
1	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	NIL, as there is no revenue accruing from the respective business.
	entity during the last financial year;	
2	Date on which the agreement for sale has been entered into;	Subject to approval from Ministry of Information and Broadcasting ('MIB'), Business Transfer Agreement is expected to be executed by January 2026 or such other date as may be mutually agreed between the parties.
3	The expected date of completion of sale/disposal;	The expected date of completion of Business transfer on or before January 2026
4	Consideration received from such sale/disposal;	Consideration of not less than Rs. 25 Lakh INR.
5	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group Companies. If yes, details thereof;	Mango Mass Media Private Limited, is a private limited Company bearing CIN – U92100TG2008PTC059875, having its registered office at Hyderabad, Telangana, India, Incorporated on 26/06/2008.
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	No
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 Listing Regulations	The proposed transaction is outside Scheme of Arrangement and also, approval of the Shareholders is not required in pursuance of Regulation 37A of SEBI LODR Regulations, 2015 as the business division does not qualify as an "Undertaking" as per Section 180 of the Companies Act, 2013.



2nd Floor, Kapur House, Paranjape B Scheme Road No.1, Vile Parle (E), Mumbai 400057 T: 91 22 2663 3500 www.mmchitale.com

Independent Auditor's Review Report on the unaudited quarterly Consolidated Financial Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure requirements) regulations 2015, as amended

The Board of Directors,
Shemaroo Entertainment Limited

- 1. We have reviewed the accompanying statement of unaudited consolidated financial results of Shemaroo Entertainment Limited (the 'Parent Company') and its subsidiaries, listed in Annexure 'A' (the parent & the subsidiaries together referred to as the 'Group') for the quarter ended June 30, 2025 (the 'Statement') attached herewith, being submitted by the Company in pursuance to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Regulations").
- 2. This Statement, which is the responsibility of the Parent's Board of Directors and have been approved by them, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, as amended (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations. Our responsibility is to issue a report on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and the Exchange Board of India under Regulation 33 (8) of the Regulations, to the extent applicable.

- 4. The Statement includes the results of the entities as mentioned in the Annexure 'A' to this Report.
- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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6. The consolidated unaudited financial results include the interim financial results of 1 subsidiary which have not been reviewed by their auditors, whose interim financial results reflect, total revenue of Rs. 205.37 lakhs, total Profit after tax of Rs. 77.60 lakhs and total comprehensive income of Rs. 76.84 lakhs for the quarter ended on June 30, 2025, as considered in unaudited consolidated financial results. According to the information and explanations given to us by the management, these interim financial results are not material to the Group.

Our conclusion on the Statement is not modified in respect of our reliance on the interim financial result certified by the management.

For Mukund M. Chitale & Co Chartered Accountants Firm Reg. No. 106655W

(M. M. Chitale) Partner

M. No. 14054

UDIN: 25014054BMOBXO5256

Place: Mumbai Date: July 24, 2025



Annexure A (referred to in point No. 1 and 4 of our Limited Review Report – Consolidated Interim Financial Results)

Sr. No.	Name of subsidiary company
	11
1	Canopy Entertainment Private Limited
2	Shemaroo Contentino Media LLP
3	Shemaroo Media and Entertainment LLC
4	Alkyam Entertainment Private Limited

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SHEMAROO ENTERTAINMENT LIMITED UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2025

(₹ in Lakhs)

		Quarter ended			Year ended	
Particulars		30th June 2025 31st March 2025		30th June 2024	31st March 2025	
		Unaudited	Unaudited Refer Note 2	Unaudited	Audited	
1	Revenue from Operations	13,951.64	20,427.26	15,439.43	68,510.19	
2	Other Income	367.21	373.05	106.13	843.65	
3	Total Income (1 + 2)	14,318.85	20,800.31	15,545.56	69,353.84	
4	Expenses:					
	a. Operational Cost	15,226.43	14,965.06	12,747.13	57,915.43	
	b. Employee benefits expense	3,119.29	2,990.65	3,015.13	12,724.85	
	c. Finance costs	761.85	955.17	898.48	3,698.09	
	d. Depreciation and amortisation expense	151.87	150.32	151.69	604.81	
	e. Other expenses	1,155.55	2,235.80	1,013.35	5,845.25	
	Total expenses	20,414.99	21,297.00	17,825.78	80,788.43	
5	Loss before exceptional items and tax (3-4)	(6,096.14)	(496.69)	(2,280.22)	(11,434.59	
6	Exceptional Items	(*)		*	.=	
7	Loss before Tax for the quarter/year (5-6)	(6,096.14)	(496.69)	(2,280.22)	(11,434.59	
8	Tax Expense					
	(a) Current Tax	11.42	27.42	36.15	123.20	
	(b) Earlier Years	(20.96)	202.17	(90.51)	(58.05	
	(c) Deferred Tax	(1,511.45)	(231.30)	(520.30)	(3,053.21	
	Total Tax expense	(1,520.99)	(1.71)	(574.66)	(2,988.06	
9	Net Loss after tax for the quarter/year (7-8)	(4,575.15)	(494.98)	(1,705.56)	(8,446.53	
10	Non-Controlling interest - Profit/(Loss)	5.79	16.75	19.50	49.38	
11	Consolidated Net Loss (9-10)	(4,580.94)	(511.73)	(1,725.06)	(8,495.91	
12	Other Comprehensive Income/(Expense)	(0.76)	(1.42)	0.08	(22.81	
13	Total Comprehensive Loss for the quarter/year	(4,581.70)	(513.15)	(1,724.98)	(8,518.72	
14	Paid-up equity share capital (Face Value ₹ 10/- each)	2,732.03	2,732.03	2,726.70	2,732.03	
15	Reserves excluding Revaluation Reserves		+	-	44,443.23	
16	Earnings per equity share [face value of share ₹ 10] - Basic - Diluted	(16.77) (16.77)	(1.88) (1.87)		(31.14 (31.09	

Notes:

- 1 The above financial results for the quarter ended 30th June 2025 are in compliance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs. These financial results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at its meeting held on 24th July 2025.
- 2 The figures for the quarter ended 31st March 2025 are the balancing figures between audited figures in respect of the year- to- date and the reviewed year-to-date figures up to earlier quarter of the relevant financial year.
- 3 The above financial results are in accordance with the accounting policies followed by the Company in preparation of its Financial Statements.
- There are no separate reportable segments as per Indian Accounting Standards (Ind AS 108) Operating Segments.
- During the earlier quarter, the GST Department had demanded and order recovery of inadmissible Input Tax Credit (ITC) allegedly amounting to Rs. 1,025.61 lakhs, along with the alleged interest at the applicable rate and penalty equal to aforementioned tax amount under Section 74 (1) of CGST Act, 2017. Penalty allegedly amounting to Rs. 6,334.98 lakhs under Section 122(1)(ii) & (x) & Section 122 (2) (b) of CGST Act, 2017 read with Section 20 of the IGST Act, 2017 was also imposed. The company has disputed the order and filed appeal against the said order with the Joint Commissioner and has also filed writ with the Bombay High Court, wherein the hearing is pending.

Department had also imposed Penalty allegedly amounting to Rs. 133.61 crores each on Joint Managing Director, Chief Executive Officer and Chief Financial Officer of the Company under Section 122(1A) of the CGST Act, 2017 and MGST Act, 2017. The above three individuals had filed writ against the order, with the Bombay High Court and got interim order granting the stay on the proceedings.

Financial results of Shemaroo Entertainment Limited (Standalone)

× 1		Year ended			
Particulars	30th June 2025	31st March 2025	30th June 2024 Unaudited	31st March 2025	
	Unaudited	Unaudited Refer Note 2		Audited	
Revenue from Operations	13,103.56	19,542.73	14,737.67	65,048.93	
Loss before Tax	(6,224.76)	(602.16)	(2,361.36)	(11,864.95)	
Loss after Tax	(4,692.35)	(573.03)	(1,750.54)	(8,749.61)	

Previous periods / year figures have been regrouped / reclassified, wherever necessary to conform to classification of current period.

For and on behalf of the Board of Directors of

Shemaroo Entertainment Limited

Hiren Gada WTD and CEO

DIN: 01108194

Place: Mumbai Date : 24th July 2025



2nd Floor, Kapur House, Paranjape B Scheme Road No.1, Vile Parle (E), Mumbai 400057 T: 91 22 2663 3500 www.mmchitale.com

Independent Auditor's Review Report on the unaudited quarterly Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure requirements) Regulations 2015, as amended

The Board of Directors,

Shemaroo Entertainment Limited

- 1. We have reviewed the accompanying statement of unaudited standalone financial results of Shemaroo Entertainment Limited (the 'Company') for the quarter ended June 30, 2025 (the 'Statement') attached herewith, being submitted by the Company in pursuance to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Regulations").
- 2. This Statement, which is the responsibility of the Company's Board of Directors and have been approved by them, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, as amended (the "Act) read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations. Our responsibility is to issue a report on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulation, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Mukund M. Chitale & Co Chartered Accountants Firm Reg. No. 106655W

(M. M. Chitale)

Partner

M. No. 14054

UDIN: 25014054BMOBXN8359

Place: Mumbai Date: July 24, 2025

SHEMAROO ENTERTAINMENT LIMITED UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE 2025

(₹ in Lakhs)

	Quarter ended				Year ended
	Particulars		31st March 2025	30th June 2024	31st March 2025
		Unaudited	Unaudited Refer Note 2	Unaudited	Audited
1	Revenue from Operations	13,103.56	19,542.73	14,737.67	65,048.93
2	Other Income	381.65	383.42	158.35	935.74
3	Total Income (1 + 2)	13,485.21	19,926.15	14,896.02	65,984.67
4	Expenses:				
	a. Operational Cost	14,658.04	14,489.55	12,285.28	55,757.33
	b. Employee benefits expense	3,034.44	2,919.03	2,927.29	12,390.34
	c. Finance costs	758.82	943.31	906.21	3,679.40
	d. Depreciation and amortisation expense	149.84	151.09	151.31	599.21
	e. Other expenses	1,108.83	2,025.33	987.29	5,423.34
	Total expenses	19,709.97	20,528.31	17,257.38	77,849.62
5	Loss before exceptional items and tax (3-4)	(6,224.76)	(602.16)	(2,361.36)	(11,864.95)
6	Exceptional Items		-		
7	Loss before Tax for the quarter/year (5-6)	(6,224.76)	(602.16)	(2,361.36)	(11,864.95)
8	Tax Expenses:				
	(a) Current Tax		*		
	(b) Earlier Years	(20.96)	202.17	(90.51)	(62.13)
	(c) Deferred Tax	(1,511.45)	(231.30)	(520.30)	(3,053.21)
	Total Tax expense	(1,532.41)	(29.13)	(610.81)	(3,115.34)
9	Net Loss after tax for the quarter/year (7-8)	(4,692.35)	(573.03)	(1,750.55)	(8,749.61)
10	Other Comprehensive (Expense)	-	(27.04)		(27.04)
11	Total Comprehensive Loss for the quarter/year	(4,692.35)	(600.07)	(1,750.55)	(8,776.65)
12	Paid-up equity share capital (Face Value ₹ 10/- each)	2,732.03	2,732.03	2,726.70	2,732.03
13	Reserves excluding Revaluation Reserves	-			44,266.15
14	Earnings per equity share [face value of share ₹ 10]	(17.10)	(2.10)	(6.42)	(22.07)
	- Basic	(17.18)	(2.10)	(6.42)	
	- Diluted	(17.18)	(2.10)	(6.40)	(32.02)

Notes:

- The above financial results for the quarter ended an 30th June, 2025 are in compliance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs. These financial results have been reviewed by the Audit Committee and subsequently approved by the Board of Directors of the Company at its meeting held on 24th July 2025.
- The figures for the quarter ended 31st March 2025 are the balancing figures between audited figures in respect of the year-to-date figures and the reviewed year-to-date figures up to earlier quarter of the relevant financial year.
- 3 The above financial results are in accordance with the accounting policies followed by the Company in preparation of its Financial Statements.
- 4 There are no separate reportable segments as per Indian Accounting Standards (Ind AS 108) Operating Segments.
- During the earlier quarter, the GST Department had demanded and order recovery of inadmissible Input Tax Credit (ITC) allegedly amounting to Rs. 7,025.61 lakhs, along with the alleged interest at the applicable rate and penalty equal to aforementioned tax amount under Section 74 (1) of CGST Act, 2017. Penalty allegedly amounting to Rs. 6,334.98 lakhs under Section 122(1)(ii) & (x) & Section 122 (2) (b) of CGST Act, 2017 read with Section 20 of the IGST Act, 2017 was also imposed. The company has disputed the order and filed appeal against the said order with the Joint Commissioner and has also filed writ with the Bombay High Court, wherein the hearing is pending. Department had also imposed Penalty allegedly amounting to Rs. 133.61 crores each on Joint Managing Director, Chief Executive Officer and Chief Financial Officer of the Company under Section 122(1A) of the CGST Act, 2017 and MGST Act, 2017. The above three individuals had filed writ against the order, with the Bombay High Court and got interim order granting the stay on the proceedings.
- 6 Previous periods / year figures have been regrouped / reclassified, wherever necessary to conform to classification of current period.

For and on behalf of the Board of Directors of Shemaroo Entertainment Limited

Place: Mumbai Date : 24th July, 2025 Hiren Gada WTD and CEO DIN: 01108194