

Date: August 26, 2024

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400 001

SCRIP CODE: 543895

Subject: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. (“**Listing Regulations**”).

Dear Sir/ Madam,

With reference to the captioned subject, we wish to inform you that Exhicon Event Media Solutions Limited (“**Exhicon/the Company**”), has signed the Memorandum of Understanding (“**MOU**”) with **Perfect-Octave Limited** on August 26, 2024 for acquisition of 76% of the Equity Stake of **the company**

This acquisition is poised to enhance Exhicon’s capabilities and broaden it’s reach in the live events and corporate video productions.

Perfect Octave holds extensive IP’s of non-film music genres, including classical, folk, devotional, and indie music and poised to add considerable top line and bottom-line to the Exhicon’s consolidated financials.

Perfect Octave Limited specializes in producing and managing a wide range of entertainment events, radio and television programs, films, and musical performances, web series for reputed TV channels and OTT platforms. POL offers a comprehensive suite of services in the audio and video sector, addressing diverse industry needs.

The acquisition will significantly expand Exhicon's service portfolio, enabling the company to enter the high growth vibrant live events and music industry.

*The details in this regard, pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure-A** to this letter.*

You are requested to please take the above intimation on your records.

Thanking You,

Yours Faithfully

For **Exhicon Events Media Solutions Limited**

Pranjul Jain

Company Secretary & Compliance Officer

Membership No. A67725,

Encl: A/a

EXHICON EVENTS MEDIA SOLUTIONS LIMITED

(Formerly Known as Exhicon Events Media Solutions Private Limited) CIN:U74990MH2010PLC208218

Regd. Office: Unit No. 134 & 146, 1st Floor, Andheri Industrial Estate, Plot No. 22,

Veera Desai Road, Andheri West, Mumbai - 400053, Maharashtra, India

Toll Free: 1800 258 8103 | Email: info@exhicongroup.com | www.exhicongroup.com

ANNEXURE A

The details as required under the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended read with the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and the SEBI Circular No. SEBI/HO/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023:

Sr. No.	Particular	Details
a)	Name of the Target Entity details in brief such as size, turnover, etc	<p>Name of the Target: Perfect-Octave Limited ("Target/POL")</p> <p>Audited Turnover as on March 31, 2024: Rs. 12,98,78,920/- (Rupees Twelve Crore Ninety-Eight Lakhs Seventy-Eight Nine Hundred and Twenty only) (Audited)</p>
b)	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?	NA
c)	Industry to which the entity being acquired belongs	Target is engaged in the business of producing and managing a wide range of entertainment events, musical performances, music and corporate videos.
d)	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);	<p>Strategic Expansion: This acquisition aligns with Exhicon's strategic vision to expand its footprint in the live events & music concerts.</p> <p>Artist Collaboration & Management: The acquisition will facilitate closer collaboration with music maestros and promising talented artists, ensuring more revenues for the Exhicon from the live performances and brand endorsements.</p> <p>Music Education: Perfect Octave has tie ups with reputed Music Institutions and maestros to offer certifications courses, diplomas and degree courses to the aspiring music students in India and abroad. This will open up another robust revenue stream for Exhicon.</p> <p>Capitalizing on the Content Economy: Maximizing Global Value of Our Music Catalogue: Our strategic pivot to harness the content economy shall unlock unprecedented global value for our shareholders. By leveraging cutting-edge streaming platforms, social media, and user-generated content ecosystems, Perfect Octave's growing music catalogue shall expand our reach into untapped Indian diaspora markets worldwide.</p> <p>Commitment to Our 360 Degree Approach: The acquisition aligns with Exhicon's business plans, creating event and music IP's, live concerts, artist management in India to tap the revenue growth from the sector. Perfect Octave brings in expertise to facilitate this growth.</p>

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e)	Brief details of any governmental regulatory approvals required for acquisitions	None
f)	Indicative time period for completion of the acquisition	Subject to satisfactory completion of all condition precedent, the Share Purchase Agreement (“SPA”) will be signed within 30 days and transaction shall be closed within 3 months of signing of SPA
g)	Nature of consideration – whether cash consideration or share swap and details of the same	The consideration shall be discharged by way payment of Rs. 51,00,000/- (Rupees Fifty-One Lakhs Only) and issue of 2,00,459 Equity Shares of Exhicon Events Media Solutions Limited at Rs. 400/- (Rupees Four Hundred Only) per equity share and subject to the various approvals by Board, exchange or any relevant authorities.
h)	Cost of acquisition or the price at which the shares are acquired	Rs. 8,52,83,600/- (Rupees Eight Crore Fifty-Two Eighty-Three Thousand Six Hundred Only)
i)	Percentage of shareholding/ control acquired and/ or number of shares acquired	76% Equity Shares of the Target from existing shareholders, subject to fulfilment of condition precedent of the SPA.
j)	Brief background about the entity proposed to be acquired in terms of product/ line of business acquired, date of incorporation, history of last three years turnover, country in which acquired entity has presence and other significant information (in brief)	<p>Perfect-Octave Limited ("POL") specializes in producing and managing a wide range of entertainment events, including corporate videos and musical performances addressing diverse industry needs. POL also boasts an extensive library of approximately 1200 high-definition music IP’s tracks.</p> <p>Date of Incorporation: May 19, 2003</p> <p>Turnover for last three years (Based on the Audited Financial Statements):</p> <p>FY 2022 - Rs. 1,58,21,580/- FY 2023 - Rs. 10,12,24,409/- FY 2024 - Rs. 12,98,78,920/-</p>

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