

Date: March 07, 2024

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400 001

SCRIP CODE: 543895

Subject: Intimation for execution of Business Acquisition Agreement (“**Agreement**”) in relation to acquisition of 51% Equity Stake in Nucleus Integrated Communication and Entertainment Private Limited (“**NICE Solutions**”).

Ref.: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“**Listing Regulations**”).

Dear Sir/ Madam,

With respect to the captioned subject and in accordance with the Regulation 30, read with Schedule III of the Listing Regulations, we wish to inform you that the Exhicon Events Media Solutions Limited (“**Company**”) on March 06, 2024, has signed the Business Acquisition Agreement (“**Agreement**”), with Nucleus Integrated Communication and Entertainment Private Limited (“**NICE Solutions**”), for the purpose of acquisition of 51% of the Equity Share of NICE Solutions subject to the fulfilment of condition precedents of the agreement.

Nucleus Integrated Communication and Entertainment Private Limited (NICE Solutions), is at the forefront of transforming business narratives through its unparalleled end-to-end services. Specializing in Exhibition and Conferences, Digital Marketing, Audio Visual Productions, and Brand Communication. With over decade of dedicated expertise, they have been the preferred partner for illustrious clients such as CRISIL Foundation, Pratham Infotech, Lodha Foundation, and Bajaj Infotech.

*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 and treat this as a compliance with Regulation 30 of Listing Regulations.

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: 103, Crystal Paradise, DS Road, off Veera Desai Road,
Andheri(W), Mumbai-400053. Maharashtra-India

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The details as required under the Securities and Exchange Board of India (Listing Obligations and 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><u>Name of the Target:</u> Nucleus Integrated Communication and Entertainment Private Limited (“Target Company”/ “NICE Solutions”)</p> <p><u>Turnover as on March 31, 2023:</u> Rs. 81,30,371/- (Rupees Eighty-One Lakhs Thirty Thousand Three Hundred and Seventy-One Only) (Based on Audited Financial Statements)</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? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	NA
c)	Industry to which the entity being acquired belongs	Events, Exhibitions and Conferences, Digital Marketing, Audio Visual Production, and Brand Communication.
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>This acquisition will add strategic value to Exhicon’s service portfolio by adding the, Audio Visual Productions, Digital Marketing and Brand Communication services.</p> <p>The acquisition also is in line with EXHICON’s vision to establish top leadership team with 360 degree solutions experience to facilitate its growing clients across Asia and Middle East.</p>
e)	Brief details of any governmental regulatory approvals required for acquisitions	None
f)	Indicative time period for completion of the acquisition	As per the agreement.
g)	Nature of consideration – whether cash consideration or share swap and details of the same	The consideration shall be discharge as per the terms and condition as set out in the agreement.

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h)	Cost of acquisition or the price at which the shares are acquired	As per the agreement
i)	Percentage of shareholding/ control acquired and/ or number of shares acquired	51% Equity Shares of the Target from existing shareholders, subject to fulfilment of condition precedent of the agreement.
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>Nucleus Integrated Communication and Entertainment Private Limited, is a private limited company incorporated on April 04, 2012 under the provisions of Companies Act, 1956 with its registered office situated at Office No. 2, Sandeep Apartments, Patil Road, Near MLA Rajan Vichare Residence, Charai Thane – 400601, Maharashtra, India</p> <p>Turnover for last three years (Based on the Audited Financial Statements: FY 2021- INR 20,04,177/- FY 2022- INR 33,39,272/- FY 2023- INR 81,30,371/-</p>

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