

Date: December 01, 2017

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Fax: 022 – 2272 3121

BSE Scrip Code: **539141**

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G
Block, Bandra Kurla Complex, Bandra
(East),
Mumbai- 400 051
Fax : 022- 2659 8237/ 38

NSE Symbol: **UFO**

Dear Sir / Ma'am,

Sub: Proceedings / Outcome of Extra-Ordinary General Meeting (EGM) along with Voting Results and Scrutinizer's Report

We are pleased to submit herewith the following with respect to the Extra-Ordinary General Meeting (EGM) of the Company held on December 01, 2017 at Senate Hall, Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (E), Mumbai-400093.

1. Summary of Proceedings of the EGM as required under Regulation 30, Part-A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Annexure-I**).
2. Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Annexure-II**).
3. Scrutinizer's Report dated December 01, 2017 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 (**Annexure-III**).

Request you to kindly take the same on your records.

Thanking you.

Yours faithfully,

For **UFO Moviez India Limited**



Sameer Chavan
Company Secretary

Encl: a/a

Annexure I

Summary of Proceedings of the Extra-Ordinary General Meeting of the Company

The Extra-Ordinary General Meeting (EGM) of the members of UFO Moviez India Limited ("the Company") was held on Friday, December 01, 2017 at 03.30 p.m. at Senate Hall, Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (E), Mumbai – 400093.

Mr. Sanjeev Aga, Chairman & Independent Director chaired the meeting. The following other Directors attended the meeting - Mr. Sanjay Gaikwad, Managing Director, Mr. Kapil Agarwal, Joint Managing Director and Mr. Varun Laul, Director. The requisite quorum of members being present, the meeting was called to order.

In the opening remark, the Chairman informed the Members that Board of Directors on November 6, 2017, subject to necessary approval(s), has approved the proposal for raising funds up to Rs. 911 Mn by way of issue of equity shares and share warrants on preferential basis to the Promoters which includes Mr. Sanjay Gaikwad, Mr. Narendra Hete and Valuable Media Limited. He also intimated the Members that the ultimate natural beneficial owners of Valuable Media Limited are Mr. Sanjay Gaikwad, Mr. Narendra Hete, Mr. Ameya Hete, Ms. Shailaja Gaikwad, Ms. Aruna Hete, Ms. Pushpa Karnavat & Priyanka Karnavat and Mr. Tushar Agarwal. The Members present took the note of the same.

He further said that the preferential allotment proceeds will be used for general corporate purposes including partly funding the Company's acquisition of shares in Qube Digital Cinema Private Limited and to fund the long term growth of the Company. The preferential issue will also ensure that the Promoters' shareholding in the Company is maintained at a reasonable level in the combined entity. He also briefed the Members about the salient features of the preferential issue. The opening remark of the Chairman and silent features were also circulated to the Members.

The Chairman further informed that the Company had provided the members a facility to cast their vote electronically, on the resolutions set forth in the Notice. Members who were present at the EGM and had not casted their votes electronically were provided another opportunity to cast their votes at the end of the meetings. It was further informed that there would be no voting by show of hands.

The following item of business, as per the Notice of the EGM dated November 06, 2017 was transacted at the meeting:

1. Issue of Equity Shares and Share Warrants on Preferential Basis.

The Chairman invited the members to express their views and make their observations relating to the resolution proposed. Clarifications were provided to the queries raised by the members to their satisfaction.

The Board of Directors had appointed Mr. Vicky M. Kundaliya, Practicing Company Secretary as the Scrutinizer for conducting the voting / poll and e-voting process.



Based on Scrutinizer's Report, the resolution as set out in the notice have been passed with requisite majority. This is for your information and records.

Thanking you,

For **UFO Moviez India Limited**



Sameer Chavan
Company Secretary

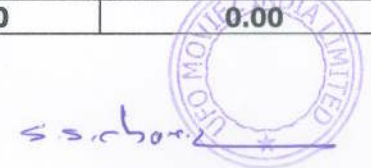
Annexure - II
UFO Moviez India Limited

Date of the AGM/ EGM	01-12-2017
Total Number of Shareholders on record date i.e. 24th November, 2017	28,751
No. of shareholders present in the meeting either in person or through proxy:	59
Promoter and Promoter Group:	5
Public:	54
No. of shareholders attended the meeting through Video Conferencing:	NA
Promoter and Promoter Group:	NA
Public:	NA

Resolution No.1			To Issue Equity Shares and Share Warrants on Preferential Basis					
Resolution required: (Ordinary/Special)			Special					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			Yes					
Category	Mode of Voting	No. of Shares held (1)	No of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – in favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	7765452	7765251	100.00	7765251	0	100.00	0.00
	Poll		201	0.00	201	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	7765452	7765452	100.00	7765452	0	100.00	0.00
Public-Institutions	E-voting	12706533	12185266	95.90	12185266	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	12706533	12185266	95.90	12185266	0	100.00	0.00
Public-Non Institutions	E-voting	7128816	1420276	19.92	1420176	100	99.99	0.01
	Poll		32049*#	0.45	32044*	5	99.98	0.02
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	7128816	1452325	20.37	1452220	105	99.99	0.01
Total		27600801	21403043	77.55	21402938	105	100.00	0.00

3 Shareholders holding 126 Shares are treated as Invalid.

*1 Shareholder is holding more shares but has voted for less number of shares.



V. M. KUNDALIYA & ASSOCIATES

COMPANY SECRETARIES

Annexure - III

B/102, Sunderbaug Society, Opp. Jain Derasar, Mathuradas Road, Kandivali (W), Mumbai – 400 067
Mob:- 09867263830 Email: vicky csllb@gmail.com / vicky241083@yahoo.co.in

COMBINED SCRUTINIZER'S REPORT

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with
Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies
(Management and Administration) Rules, 2015]

To,
The Chairman,
Extra Ordinary General Meeting of Equity Shareholders of
UFO MOVIEZ INDIA LIMITED (CIN No.: L22120MH2004PLC285453)
Held on 1st December, 2017 at
Senate Hall, Goldfinch Hotel,
Plot No. 34/21, Central Road,
MIDC, Andheri (East), Mumbai – 400 093

Dear Sir,

Sub:- Combined Scrutinizers Report in terms of provisions of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 thereunder, Secretarial Standards-2 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on remote e-voting and voting by poll at the Extra-Ordinary General Meeting ("EGM") of the Equity Shareholders of UFO Moviez India Limited held on Friday, December 1, 2017 at 3.30 p.m. at Senate Hall, Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (E), Mumbai – 400093.

1. I, Vicky M. Kundaliya, Practicing Company Secretary, Proprietor of M/s. V. M. Kundaliya & Associates, Mumbai have been appointed as Scrutinizer by the Board of Directors of **UFO Moviez India Limited** (the Company) at their Meeting held on 6th November, 2017 for scrutinizing Remote e-voting process pursuant to Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India and the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015
2. The Company has availed the remote e-voting facility provided by Karvy Computershare Private Limited (hereinafter referred to as "KARVY") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Tuesday, November 28, 2017 at (9.00 a.m. IST) and ended on Thursday, November 30, 2017 (5.00 p.m. IST) and the KARVY remote e-voting platform was blocked thereafter.
3. On the basis of votes exercised by the Shareholders of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated December 1, 2017 on the remote e-voting.
4. Under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by the Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India, I, Vicky M. Kundaliya, Practicing Company Secretary, Proprietor of M/s. V. M. Kundaliya & Associates, Mumbai have been appointed as Scrutinizer by the Chairman of the EGM of the Company to conduct the poll process in fair and transparent manner on all the resolutions contained in the notice to the EGM of the Company.
5. On the basis of the votes cast by the Shareholders through poll, I have issued separate Scrutinizer's Report dated December 1, 2017 on the poll taken on all the resolutions contained in the notice to the EGM of the Company.
6. As requested by the Management, I submit herewith my combined report on the result of voting through e-voting and Poll as under with brief description of resolutions. Kindly refer the Notice of EGM for the text of complete resolutions.



Agenda-wise Disclosure

Resolution 1--

Resolution required: (Ordinary/Special)			Special – To Issue Equity Shares and Share Warrants on Preferential Basis					
Whether Promoter/Promoter Group are interested in the Agenda/Resolution?			Yes					
Category	Mode of Voting	No. of Shares held (1)	No of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No of Votes – in favour (4)	No of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	7765452	7765251	100.00	7765251	0	100.00	0.00
	Poll		201	0.00	201	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	7765452	7765452	100.00	7765452	0	100.00	0.00
Public-Institutions	E-voting	12706533	12185266	95.90	12185266	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	12706533	12185266	95.90	12185266	0	100.00	0.00
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	Poll		32049*#	0.45	32044*	5	99.98	0.02
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	7128816	1452325	20.37	1452220	105	99.99	0.01
Total		27600801	21403043	77.55	21402938	105	100.00	0.00

3 Shareholders holding 126 Shares are treated as Invalid.

*1 Shareholder is holding more shares but has voted for less number of shares.



The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and poll on all the resolutions contained in the Notice of the EGM of the Members of the Company. My responsibility as scrutinizer's for the e-voting process and for poll at the EGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above based on report generated from the e-voting system provided by KARVY, the authorized agency to provide e-voting facilities and engaged by the Company and Karvy Computershare Private Limited (Registrar and Share Transfer Agent) at the time of poll taken at the EGM.

Thanking you,
Yours faithfully,

For V. M. Kundaliya & Associates
Company Secretaries

N.M. Kundaliya



Vicky M. Kundaliya
Proprietor
Practising Company Secretary
FCS - 7716 / COP No. 10989

Place:- Mumbai
Date:- December 1, 2017

For UFO Moviez India Limited

S. S. Chandra

Chairman/Authorised Signatory

SANJEEV AGA

1301, Satguru Sanskar, 3rd Floor, Off. Turner Road, Near Almeida Park, Bandra (West), Mumbai - 400 050

TO WHOMSOEVER IT MAY CONCERN

Authority to counter-sign on the Scrutinizer's Report

Ref.: Extra - Ordinary General Meeting of UFO Moviez India Limited - 1st day of December, 2017 at 3.30 p.m. at Senate Hall, Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (E), Mumbai – 400093

I, Sanjeev Aga, Chairman of the Board of Directors of UFO Moviez India Limited and Chairman of the Extra - Ordinary General Meeting ('EGM') of UFO Moviez India Limited scheduled to be held on 1st day of December, 2017 at 3.30 p.m. at Senate Hall, Goldfinch Hotel, Plot No. 34/21, Central Road, MIDC, Andheri (E), Mumbai – 400093, do hereby in accordance with Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 authorised any one of Mr. Sanjay Gaikwad, Managing Director or Mr. Kapil Agarwal, Joint Managing Director or Mr. Ashish Malushte, Chief Financial Officer or Mr. Sushil Agrawal, Chief Corporate Affairs or Mr. Sameer Chavan, Company Secretary to counter-sign, in my absence, on the Scrutinizer's Report to be submitted by the Scrutinizer i.e. Mr. Vicky M. Kundaliya, Practicing Company Secretary (FCS: 7716 CP: 10989) with respect to the e-voting and voting through ballot process on the resolution to be passed by the shareholders in EGM of the Company.


Sanjeev Aga
Chairman - UFO Moviez India Limited
DIN: 00022065

Date: 1st December, 2017

Place: Mumbai