

July 14, 2023

To,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.
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.
NSE Scrip Code: UFO

Dear Sir / Ma'am,

Subject: Notice of Extra Ordinary General Meeting and E-voting

Dear Sir/Ma'am,

This is to inform you that the Extra Ordinary General Meeting (“**EGM**”) of the Company is scheduled to be held on Tuesday, August 08, 2023 at 03:00 p.m. (IST) through video-conference (“**VC**”) / other audio-visual means (“**OAVM**”) pursuant to applicable provisions of the Companies Act, 2013 (“**Act**”), the General Circulars dated May 05, 2020 and December 28, 2022 issued by the Ministry of Corporate Affairs (“**MCA Circulars**”) and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and vide Circular dated January 05, 2023 issued by the Securities and Exchange Board of India (“**SEBI Circular**”) to transact the special business as set out in the Notice of the EGM dated July 06, 2023.

Pursuant to provisions of section 101 of the Act, MCA Circulars and SEBI Circular, the EGM Notice has been sent only in electronic mode to all those members whose names appear in the register of members and whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent of the Company or the Depository Participant(s) as on Friday, July 07, 2023.

Pursuant to Regulation 30 of SEBI Listing Regulations, please find enclosed herewith the Notice convening the EGM of the Company. The same is also hosted on the Company's website at <https://www.ufomoviez.com/investor>

Brief details pertaining to EGM of the Company are as below:

Day, Date and time of EGM	Tuesday, August 08, 2023 at 03:00 p.m. IST
Mode	VC / OAVM
Web-link for participation through video conferencing	https://emeetings.kfintech.com/
Cut-off date for e-voting	Tuesday, August 01, 2023
Remote e-voting start date and time	Thursday, August 03, 2023 at 09:00 a.m. IST
Remote e-voting end date and time	Monday, August 07, 2023 at 05:00 p.m. IST

Thanking you,

Yours faithfully,

For **UFO Moviez India Limited**

Kavita Thadeshwar
Company Secretary

Encl: a/a



CINE MEDIA NETWORK

UFO Moviez India Limited

CIN: L22120MH2004PLC285453

Regd. Office : Valuable Techno Park, Plot No.53/1, Road No.07, Marol, MIDC, Andheri (East), Mumbai – 400 093

Tel: +91 (22) 4030 5060 / 11 Fax: +91 (22) 4030 5110

Email Id : investors@ufomoviez.com Website : www.ufomoviez.com

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extraordinary General Meeting (“**EGM**”) of the Members of UFO Moviez India Limited (“**the Company**”) will be held on **Tuesday, 8th day of August, 2023 at 03:00 p.m. (IST) through Video Conference / Other Audio Visual Means**, to transact the following Special Businesses:

1. ASSIGNMENT OF MARKETING RIGHTS OF THE COMPANY

The Company proposes to assign its marketing rights in respect of sale of advertising inventory (along with transfer of all necessary resources and personnel, as may be required) (“**Advertisement Sales Activity / Activity**”), exclusively in favour of United Cine Media Private Limited / United Cinema Media Private Limited or such other name as may be approved by the jurisdictional registrar of companies (“**JV**”), being the joint venture company that is in the process of being incorporated, with its joint venture partner, Qube Cinema Technologies Private Limited (“**Qube**”) (in the ratio of 50:50). Qube will also assign its marketing rights exclusively in respect of sale of advertising inventory in favour of the JV.

Pursuant to Section 180 of the Companies Act 2013 (“**Act**”), the Company is required to obtain the consent of the members, by a special resolution, to sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company.

The assignment of marketing rights in respect of sale of advertising inventory (along with transfer of all necessary resources and personnel, as may be required), exclusively in favour of the JV may not strictly be a sale or disposal of a business undertaking of the Company (as construed under Section 180 of the Act). However, given that the Company will discontinue conducting the foregoing Activity directly and will transfer rights to conduct such Activity to the JV, who will sell advertising inventory, on behalf of the Company on principal-to-principal basis, pursuant to such assignment of marketing rights (along with transfer of all necessary resources and personnel, as may be required); for abundant caution and good corporate governance, the Company wishes to seek approval of its shareholders, by way of a special resolution for the proposed assignment of marketing rights in respect of sale of advertising inventory to the JV exclusively.

Accordingly, the shareholders are requested to consider, and if thought fit, pass, with or without modifications, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Section 180 of the Companies Act 2013 read with the Companies (Management and Administration) Rules 2014 and subject to other applicable provisions, if any, of the Companies Act 2013 and rules framed thereunder, Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and other applicable regulations thereunder (including any statutory amendments thereto or re-enactment thereof for the time being in force), other applicable laws, charter documents of the Company and subject to necessary approvals as may be required, consent of the members of the Company be and is hereby accorded to assign Company’s marketing rights in respect of sale of advertising inventory (along with transfer of all necessary resources and personnel, as may be required), exclusively in favour of United Cine Media Private Limited / United Cinema Media Private Limited or such other name as may be approved by the jurisdictional registrar of companies, being the joint venture company that is in the process of being incorporated, with its joint venture partner, Qube Cinema Technologies Private Limited (in the ratio of 50:50), on such terms as the Board of Directors of the Company consider beneficial, provided that such transaction / arrangement is being carried out at an arm’s length basis.

RESOLVED FURTHER THAT consent of the members of the Company be and is hereby accorded to the Board to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Company Secretary or any other officer / authorised representative of the Company, in relation to the above resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in the above resolutions, be and is hereby approved, ratified and confirmed in all respects.”

2. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS TO BE CARRIED OUT BETWEEN THE COMPANY AND THE JV

In furtherance of assignment of Company's marketing rights in respect of sale of advertising inventory (along with transfer of all necessary resources and personnel, as may be required), exclusively in favour of the JV (which is in the process of being incorporated), the Company, during the course of the financial year, proposes to enter into further transactions with the JV. Such transactions will be undertaken between the Company and the JV, which will sell advertising inventory, on behalf of the Company, pursuant to such assignment of marketing rights.

Upon incorporation, the JV will be an associate company of the Company (as defined under the Act). Accordingly, for assignment of the marketing rights and the conduct of above mentioned transactions pursuant to such assignment of marketing rights, the Company and the JV shall be related parties (as construed under the Act). The transactions to be undertaken between the Company and the JV, which will sell advertising inventory, on behalf of the Company, pursuant to such assignment of marketing rights, would qualify as related party transactions under the Act. Such proposed transactions, along with the assignment of Company's marketing rights in respect of sale of advertising inventory (with transfer of all necessary resources and personnel, as may be required), exclusively in favour of the JV, will pass the test of materiality as set out in the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("**Listing Regulations**") (ie, will meet the thresholds of 10% of the (consolidated) turnover of the Company, whether individually or taken together) ("**Proposed RPT**").

Pursuant to Section 188 of the Act and Regulation 23(4) of the Listing Regulations, all material related party transactions or transactions meeting specified thresholds (as applicable), to be undertaken by the Company are required to be approved by the shareholders of the Company.

Accordingly, the shareholders are requested to consider, and if thought fit, pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 188 of the Companies Act 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and subject to other applicable provisions, if any, of the Companies Act 2013, Regulations 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable regulations thereunder (including any statutory amendments thereto or re-enactment thereof for the time being in force), other applicable laws, charter documents of the Company, and subject to necessary approvals as may be required, Company's policy on related party transactions as well as based on the recommendation of the Audit and Risk Management Committee of the Company ("**Audit Committee**"), consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "**Board**", which term shall be deemed to include the Audit Committee or any other committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to undertake the proposed related party transactions / arrangements, further to Company's assignment of marketing rights in respect of sale of advertising inventory (along with transfer of all necessary resources and personnel, as may be required), exclusively in favour of United Cine Media Private Limited / United Cinema Media Private Limited or such other name as may be approved by the jurisdictional registrar of companies ("**JV**") (which is in the process of being incorporated, being the joint venture company, with its joint venture partner, Qube Cinema Technologies Private Limited (in the ratio of 50:50), whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise, to be entered into with the JV, as per the terms mentioned in detail in the explanatory statement annexed herewith, and on such terms and conditions as may be mutually agreed between the Company and the JV, provided that such transaction / arrangement is being carried out at an arm's length basis.

RESOLVED FURTHER THAT consent of the members of the Company be and is hereby accorded to the Board to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Company Secretary or any other officer / authorised representative of the Company, in relation to the above resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in the above resolutions, be and is hereby approved, ratified and confirmed in all respects."

3. APPOINTMENT OF MR. RAAJA KANWAR (DIN: 00024402) AS A NON-INDEPENDENT, NON-EXECUTIVE DIRECTOR OF THE COMPANY

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee had approved the appointment of Mr. Raaja Kanwar as Non-Independent, Non-Executive Director of the Company effective from July 06, 2023, to fill the casual vacancy caused due to the resignation of Mr. Kapil Agarwal.

Pursuant to section 161(4) of the Act, the appointment made in casual vacancy is required to be approved by the Shareholders of the Company in the immediate next general meeting held after the date of appointment.

Accordingly, the shareholders are requested to consider, and if thought fit, pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152, 160, 161(4) of the Companies Act, 2013, Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and other applicable regulations thereunder (including any statutory amendments thereto or re-enactment thereof for the time being in force), other applicable laws, Company’s Nomination and Remuneration Policy as well as based on the recommendation of the Nomination and Remuneration Committee, consent of the members of the Company be and is hereby accorded for appointment of Mr. Raaja Kanwar (DIN 00024402) who was appointed as a Director w.e.f. July 06, 2023 by the Board of Directors of the Company, as per the Articles of Association of the Company to fill in the casual vacancy created due to the resignation of Mr. Kapil Agarwal, as Non-Independent Non-Executive Director, liable to retire by rotation.

RESOLVED FURTHER THAT consent of the members of the Company be and is hereby accorded to the Board to do and perform all such acts, deeds, matters and things, as may be necessary and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Company Secretary or any other officer / authorised representative of the Company, in relation to the above resolution.”

By order of the Board of Directors

Date July 06, 2023
Place: Mumbai

Kavita Thadeshwar
Company Secretary
M. No. A18651

Notes:

1. The Ministry of Corporate Affairs, Government of India (**‘MCA’**) vide its General Circular Nos. 20/2020 and 10/2022 dated May 05, 2020 and December 28, 2022, respectively, and other circulars issued in this respect (**‘MCA Circulars’**) has allowed, inter-alia, conduct of Extra Ordinary General Meetings (**‘EGMs’**) through Video Conferencing/ Other Audio-Visual Means (**‘VC/OAVM’**) facility on or before September 30, 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India (**‘SEBI’**) also vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 (**‘SEBI Circular’**) has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 (**‘Listing Regulations’**)). In compliance with these Circulars, provisions of the Act and the Listing Regulations, the EGM of the Company is being conducted through VC/ OAVM facility, on **Tuesday, August 08, 2023 at 03.00 p.m. (IST)**. The proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this EGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this EGM and hence the proxy form, attendance slip and route map of EGM are not annexed to this notice.
3. The relevant explanatory statement setting out material facts, pursuant to the SEBI Circular vide No SEBI/HO/CFD/CMD1/ CIR/P/2021/662 dated November 22, 2021 and Section 102 of the Act read with relevant rules setting out the material facts and reasons for the proposed resolutions in respect of the businesses under the accompanying notice is annexed hereto and forms part of this notice.
4. In line with the MCA Circulars and SEBI Circular, the Notice of the EGM is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. The Notice convening the EGM has been uploaded on the website of the Company at <https://www.ufomoviez.com/investor>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The same is also available on the website of KFin Technologies Limited, Registrar and Share Transfer Agent of the Company (**‘RTA / KFinTech’**) at the website address <https://evoting.kfintech.com>
5. The Members can join the EGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The detailed instructions for joining the Meeting through VC/ OAVM and e-voting before or during the EGM, form part of the notes to this Notice.

UFO MOVIEZ INDIA LIMITED

The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rule, 2014, the Board of Directors have appointed Mr. Vicky M. Kundaliya, Practicing Company Secretary (FCS: 7716 CP: 10989) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company i.e. <https://www.ufomoviez.com/investor> and on the website of KFintech i.e. <https://evoting.kfintech.com> within two workings days of the conclusion of the EGM. The results shall simultaneously be communicated to BSE Limited and the National Stock Exchange of India Limited.

7. All documents referred to in this Notice shall be made available for inspection by the Members at the Registered Office of the Company during business hours except Saturday, Sunday and National Holiday from the date hereof up to the date of this EGM and will also be made available for inspection during the EGM.
8. Members seeking any statutory information or any other matter/ documents etc. in connection with the EGM of the Company, may please send a request to the Company via email at investor@ufomoviez.com.
9. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 01, 2023. Shareholders are requested to submit their PAN, KYC and nomination details in the prescribed forms to the Company's RTA, KFintech at einward.ris@kfintech.com. The forms for updating the same are available at <https://ris.kfintech.com/default.aspx>. Members holding shares in electronic form are requested to submit their PAN to their depository participant(s).

Folios of members holding physical securities will be frozen, if they fail to furnish these details latest by October 01, 2023. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. In case the securities continue to remain frozen as on December 31, 2025, the registrar / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

The Company through its RTA, KFintech, has sent communications to the concerned shareholders explaining the aforesaid requirements and the same is available at <https://www.ufomoviez.com/sites/default/files/communication-to-the-holders-of-physical-shares-of-the-company.pdf>

10. SEBI has vide its Circulars dated January 24, 2022 and January 25, 2022 mandated listed companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate, claim from Unclaimed Suspense Account, Renewal / Exchange of securities certificate, Endorsement, Sub division / Splitting of securities certificate, Consolidation of securities certificates / folios, Transmission and Transposition.

Accordingly, Members are requested to make service requests in prescribed Form ISR-4 or ISR-5 as the case may be. The said forms can be downloaded from the website of the Company and Company's RTA, KFintech.

11. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members can nominate a person in respect of all the shares held by him singly or jointly. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company and RTA. Members holding shares in electronic form may approach their respective DPs for completing the nomination formalities.
12. Instructions for remote e-voting (before and during the EGM) and attending the EGM through VC/OAVM are given below:

INSTRUCTIONS FOR REMOTE E-VOTING

- i. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 09, 2020 in relation to e-voting facility provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by KFintech, on all the resolutions set forth in this Notice.
- ii. However, in pursuance to SEBI Circular No. SEBI/ HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on **Tuesday, August 01, 2023** being the cut-off date, are entitled to vote on the resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- v. The remote e-voting period commences on **Thursday, August 03, 2023 at 09:00 a.m. (IST)** onwards and ends on **Monday, August 07, 2023 at 05:00 p.m. (IST)**.
- vi. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vii. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the EGM.
- viii. Any person holding shares in physical form and non-individual shareholder, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@kfintech.com. However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- ix. In case of Individual Shareholders holding securities in demat mode and who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode".
- x. The details of the process and manner for remote e-Voting and e-EGM are explained herein below:

Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3 : Access to join virtual meetings (e-EGM) of the Company on KFintech system to participate e-EGM and vote at the EGM.

Details of Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility:</p> <p>I. Visit URL: https://eservices.nsdl.com</p> <p>II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting"</p> <p>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</p> <p>2. User not registered for IDeAS e-Services</p> <p>I. To register click on link : https://eservices.nsdl.com</p> <p>II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/ SecureWeb/ IdeasDirectReg.jsp</p> <p>III. Proceed with completing the required fields.</p> <p>IV. Follow steps given in points 1</p>

Type of shareholders	Login Method
	<p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <p>I. Open URL: https://www.evoting.nsdl.com/</p> <p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech.</p> <p>V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>II. Click on New System Myeasi</p> <p>III. Login with your registered user id and password.</p> <p>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields.</p> <p>III. Follow the steps given in point 1</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.</p>
Individual Shareholder login through their demat accounts / Website of Depository Participant	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

Details on Step 2 are mentioned below:

- I) **Login method for e-Voting for shareholders other than Individual’s shareholders holding securities in demat mode and shareholders holding securities in physical mode.**
- (A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (**‘EVEN’**), USER ID and password. They will have to follow the following process:
- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
 - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
 - iii. After entering these details appropriately, click on “LOGIN”.
 - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the “EVEN” i.e., “UFO Moviez India Limited - EGM” and click on “Submit”
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/ AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
 - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
 - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
 - xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id vickyscrutinizer@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format “UFO Moviez India Limited_Even No.”
- (B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the, Notice of EGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by sending the duly filled in form ISR 1 uploaded on Company / RTA website along with relevant proof to the RTA, M/s KFin Technologies Limited, Unit: UFO Moviez India Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 or the scan copies of the documents may also be mailed through your registered email id with KFintech at the mail id einward.ris@kfintech.com duly e-Signed on the forms and all proofs.

Members holding shares in dematerialised mode are requested to register/ update their email addresses with relevant depository participants.

- ii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details of Step 3 are mentioned below:

1) Instructions for all the members for attending the EGM of the Company through VC/OAVM and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the EGM through VC / OAVM platform provided by KFintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
- ii. Facility for joining EGM through VC/ OAVM shall open atleast 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. As the EGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the EGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at investors@ufomoviez.com. Questions / queries received by the Company till August 06, 2023 shall only be considered and responded during the EGM.
- vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the EGM. E-voting during the EGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the EGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the EGM shall be treated as invalid.
- viii. Facility of joining the EGM through VC / OAVM shall be available for atleast 2,000 members on first come first served basis.
- ix. Institutional Members are encouraged to attend and vote at the EGM through VC / OAVM.

OTHER INSTRUCTIONS

- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the EGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from KFintech. On successful login, select 'Speaker Registration' which will be opened from Friday, August 04, 2023 to Sunday, August 06, 2023. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the EGM to only those Members who have registered themselves, depending on the availability of time for the EGM.

- II. Post your Question: The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from KFintech. On successful login, select 'Post Your Question' option which will be opened from Friday, August 04, 2023 to Sunday, August 06, 2023.
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions ('FAQs') and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFintech Website) or contact at evoting@kfintech.com or call KFintech's toll free No. 1800-309-4001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Tuesday, August 01, 2023, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. In case a person (individual holding shares in physical mode/ non individuals) has become a Member of the Company after dispatch of EGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
- i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
Example for NSDL:
MYEPWD <SPACE> IN12345612345678
Example for CDSL:
MYEPWD <SPACE> 1402345612345678
Example for Physical:
MYEPWD <SPACE> XXXX1234567890
 - ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of [https:// evoting.kfintech.com/](https://evoting.kfintech.com/), the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - iii. Members who may require any technical assistance or support before or during the EGM are requested to contact KFintech at toll free number 1800-309-4001 or write to them at evoting@kfintech.com.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 1 & 2

The Company is presently engaged in the business of *inter alia* deployment of digital cinema equipment and sale of in-cinema advertising as well as providing end-to-end services for all DCI and Non-DCI related cinema solutions.

Currently, in-cinema advertising is very fragmented which results in duplication of costs and infrastructure, resulting in inefficiencies. Both the Company and Qube Cinema Technologies Private Limited ("**Qube**") currently sell in-cinema advertising individually and have similar infrastructure, cost centres and resources. Even then, the Company and Qube are not able to monetize their advertisement inventory efficiently and to a reasonable extent.

United Cine Media Private Limited / United Cinema Media Private Limited or such other name as may be approved by the jurisdictional registrar of companies ("**JV**"), being the joint venture company that is in the process of being incorporated, with its joint venture partner, Qube (in the ratio of 50:50), is envisaged to consolidate all infrastructure and resources of the Company and Qube with the purpose of increasing efficiency in their business. The proposed JV, with combined resources and much larger screen count, will be able to reach a wider audience and leverage its resources to explore selling ad inventory of other media platforms.

The JV will be selling the advertising inventories on behalf of the Company and Qube, and a substantial share of the revenues generated by the JV will be retained by the Company and Qube, as relevant. The JV will retain a percentage of the net advertisement revenues (advertisement billing done on the clients *minus* the cost of acquisitions / commissions incurred to generate such revenues) primarily to take care of its manpower (to be transferred from the Company and Qube) and other operating overheads.

The Board of Directors of the Company ("**Board**"), in its meeting held on July 06, 2023, subject to necessary approval(s), has approved the proposal for the Company to enter into the said joint venture arrangement with Qube.

To further give effect to the transaction, the Company is calling for an extra-ordinary general meeting of its members to seek approval for assigning the Company's marketing rights in respect of sale of advertising inventory (along with transfer of all necessary resources and personnel, as may be required), exclusively in favour of the JV.

The Company is calling for an extra-ordinary general meeting of its members to also seek approval for the related party transaction to undertake assignment of Company's marketing rights in respect of the advertising inventory (along with transfer of all necessary resources and personnel, as may be required) exclusively in favour of the JV, which is in the process of being incorporated. Upon incorporation, the JV will be an associate company of the Company (as defined under the Companies Act 2013 ("**Act**"). Accordingly, for assignment of the marketing rights, the Company and the JV shall be related parties (as construed under the Act). Therefore, the transaction to be undertaken between the Company and the JV, for proposed assignment of marketing rights in respect of sale of advertising inventory, pursuant to such assignment of marketing rights, would qualify as related party transaction.

In furtherance to the abovementioned assignment of Company's marketing rights, the Company, during the course of the financial year, proposes to enter into further transactions with the JV. The transactions to be undertaken between the Company and the JV, which will sell advertising inventory, on behalf of the Company, pursuant to assignment of marketing rights, would qualify as related party transactions under the Act.

The proposed transactions to be undertaken between the Company and the JV, which will sell advertising inventory, on behalf of the Company, pursuant to assignment of its marketing rights, would qualify as related party transactions under the Act. Such proposed transactions, along with assignment of Company's marketing rights in respect of sale of advertising inventory (with transfer of all necessary resources and personnel, as may be required), exclusively in favour of the JV, will pass the test of materiality as set out in the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("**Listing Regulations**") (ie, will meet the thresholds of 10% of the (consolidated) turnover of the Company, whether individually or taken together).

Therefore, the resolutions in the accompanying notice are proposed to seek the approval of the members of the Company.

The Board is of the opinion that the resolutions are in the best interest of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, related, concerned or interested, financially or otherwise, in these resolutions except to the extent of their shareholding / directorship in the Company (as applicable).

Based on the recommendation of the Audit Committee, the Board recommends the resolution set forth at Item no. 1 as Special Resolution which will be acted upon as a special resolution, if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution. The Resolution set forth at item no. 2 is recommended to be passed as an Ordinary Resolution. The members may note that in terms of the provisions of the Listing Regulations, no related party shall vote to approve resolution number 2, whether the entity is a related party to the particular transaction or not.

In addition to the above, details of the related party transactions proposed to be undertaken between the Company and JV, as required to be disclosed under the SEBI Circular No SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are as follows:

S NO	DESCRIPTION	DETAILS OF THE RPT
1.	A summary of the information provided by the management of the Company to the Audit Committee:	
(a)	Type, nature, material terms and particulars of the proposed transaction / contracts or arrangements	<p>Contracts for assignment of Company's marketing rights for sale of advertising inventory and engagement of the JV for providing services including: (i) sale of the advertising inventory to third parties / in the open market; and (ii) collection of amounts due pursuant to the sale of such advertising inventory.</p> <p>The JV will solicit and receive release orders ("RO") from the clients and advertisers / governmental authorities. Basis such ROs received and after considering / reducing the marketing commissions, if any ("Net RO"), the JV will issue internal release orders to the Company and Qube Cinema Technologies Private Limited ("Qube"), in relation to their respective screens, at 85% of the Net RO value or at such other value as may be approved by the Company and Qube, from time to time; primarily to account for the JV's manpower costs and other operating overheads, with a variation of +/- 10%, as may be mutually decided and approved between the Company and Qube.</p>
(b)	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	<p>United Cine Media Private Limited / United Cinema Media Private Limited or such other name as may be approved by the jurisdictional registrar of companies ("JV").</p> <p>The JV is a joint venture company that is in the process of being incorporated, with the joint venture partner, Qube (in the ratio of 50:50).</p> <p>Once incorporated, the JV will be an associate company of the Company (as defined under the Companies Act 2013).</p> <p>The Company will hold 50% shareholding in the JV.</p>
(c)	Tenure of the proposed transaction (particular tenure shall be specified)	Transactions will subsist unless terminated either by Company or Qube, this approval is sought for a period of ten financial years i.e. from 2023-24 to 2032-33.
(d)	Value of the proposed transaction (monetary value)	Monetary value of the proposed transactions is estimated to be in the range of INR 100 Crores to INR 400 Crores (in a financial year) through the joint venture efforts. The value of Advertisement Sales Activity is expected to grow substantially in years to come. This approval is sought for an amount of upto INR 400 Crores (in a financial year).
(e)	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	The value of the proposed transactions is estimated to be in the range of 25% to 101% (in a financial year), based on the Company's annual consolidated turnover for FY 2022-23. This approval is sought for an amount of upto 101% basis the annual consolidated turnover of the Company for FY 2022-23.

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S NO	DESCRIPTION	DETAILS OF THE RPT
(f)	<p>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:</p> <p>i) details of the source of funds in connection with the proposed transaction;</p> <p>ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: nature of indebtedness; cost of funds; and tenure;</p> <p>iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured, the nature of security; and</p> <p>iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the related party transaction</p>	Not applicable.
(g)	Justification as to why the RPT is in the interest of the listed entity	<p>The proposed transaction is a part of the joint venture arrangement with Qube, to expand future business and operations, combine respective resources, infrastructure with an overall view of increasing the efficiency of the business of the Company.</p> <p>The JV will undertake the business of selling advertising inventory, on behalf of the Company and Qube, including on-screen and off-screen advertising, of DCI and non-DCI screens of the Company and Qube, as well as third parties, in India, including providing ancillary services in relation thereto (such as in-cinema and off-cinema advertising solutions and rural activation vertical of UFO having both LED and normal screens mounted on a vehicle (ie, Caravan Talkies).</p> <p>For more details, please refer to the explanatory statement herein above.</p>
(h)	A copy of the valuation or other external party report, if any such report has been relied upon	Not applicable.
(i)	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	The JV is in the process of incorporation, which will be the proposed related party. The projected turnover is, therefore, not ascertainable at this stage.
(j)	Any other information that may be relevant	None.
2.	Justification for why the proposed transaction is in the interest of the Company	Please refer to response at 1(g) above.
3.	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under point 1(f) above	Please refer to response at 1(f) above.
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable.

S NO	DESCRIPTION	DETAILS OF THE RPT
5.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	The JV is in the process of incorporation, which will be the proposed related party. The projected turnover is, therefore, not ascertainable at this stage.
6.	Any other information that may be relevant	None.

Item no. 3

Pursuant to Section 161(4) of the Companies Act, 2013 (“**Act**”) read with Article 93 of the Articles of Association of the Company, the Board of Directors of the Company (“**Board**”) had, on recommendation of the Nomination and Remuneration Committee of the Board, appointed Mr. Raaja Kanwar as a Director of the Company with effect from July 06, 2023, in the casual vacancy caused due to the resignation of Mr. Kapil Agarwal.

Mr. Raaja Kanwar founded Apollo International Limited (“**AIL**”) in 1994 to fulfil the stated aim of ‘Delivering Sustainable Value Creation’. Present in over 45 countries, AIL is a global business conglomerate that operates in diverse business fields like engineering and infrastructure projects; automotive; logistics and supply chain; fashion. Today, leading companies across the globe trust AIL for its unmatched business expertise and high standards of business ethics. Anchored by an extraordinary force of over 17,500 employees worldwide, AIL businesses are strongly driven by customer-centricity and innovation.

Mr. Kanwar is a member of several prestigious organizations. He has played a key role in the evolution of digital cinema in India. In 2006, the then Hon’ble Prime Minister of India, Dr. Manmohan Singh formally recognized Mr. Kanwar’s contribution to the industry. In 2017-18 and 2018-19, URS Media & AsiaOne Magazine Asia & GCC featured Mr. Kanwar in their World’s Greatest Leaders edition.

Mr. Kanwar has a vision of “Nurturing Entrepreneurs through Partnership”. He is not deterred with challenges and it is this quality of his that made him choose to Apollo Group’s diversification plans instead of his natural progression into the tyre business.

A management degree holder from Drexel University, USA, Mr. Kanwar is an avid fitness enthusiast. He is a keen investor in start-ups that work on ideas and technologies that hold the promise to make the world a better place for the next generation.

He was associated with the Company, since 2005 as a nominee director of Apollo International Limited, one of the Company’s promoter. Post IPO he continued to be a Non-Independent Non – Executive Director of the Company. As a Member of the promoter group, Mr. Kanwar has contributed significantly in the inception and success of the Company.

Due to pre – occupation, he had tendered his resignation as Director of the Company with effect from November 15, 2022. Presently, he has provided his consent to be appointed as a Director of the Company.

Pursuant to the provisions of Section 161(4) of the Act, the appointment of Mr. Kanwar is required to be approved by the Shareholders at the immediate next General Meeting.

The Company has received a notice under Section 160 of the Act from a member proposing their candidature as Directors of the Company, liable to retire by rotation.

The Company has received his confirmation in form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Act from being appointed as Director along with other disclosures.

The Board of Directors are of the opinion that appointment of Mr. Raaja Kanwar as Non-Independent Non-Executive Director of the Company, liable to retire by rotation, on the Board, is in the best interest of the Company.

The statement containing information as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, with reference to Ordinary Resolution at Item No. 3 is annexed to the Notice.

Accordingly, the Board of Directors recommends the Ordinary Resolution set out at Item no. 3 of the Notice for approval by the members.

Except Mr. Raaja Kanwar being appointee director, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 3.

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Details of the Director seeking appointment in the forthcoming Extra Ordinary General Meeting in pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, is given hereunder:

Name of Director	Mr. Raaja Kanwar
Date of Birth and Age	February 04, 1970 53 years
Date of Initial Appointment	July 06, 2023
Qualification	Bachelor's degree in business administration from Drexel University, Pennsylvania, United States of America.
Brief Resume and Experience and Expertise	More than three decades of experience in Entrepreneurship and Strategic Management.
No. of meetings of the Board attended during the financial year 2022 – 23	NA
Directorship held in other Companies (excluding foreign companies)	<ul style="list-style-type: none"> • Apollo International Limited • Apollo Logisolutions Limited • AR Spa Enterprises Private Limited
List of Membership / Chairmanship of Board Committees in other companies	<u>Apollo International Limited</u> <ul style="list-style-type: none"> • Audit Committee - Member • Corporate Social Responsibility Committee - Member <u>Apollo Logisolutions Limited</u> <ul style="list-style-type: none"> • Corporate Social Responsibility Committee - Member
Other Listed entities from which the Director has resigned in the past three years	Nil
Shareholding in the Company as on date	12,500 (0.03%) equity shares. He is part of Promoter & Promoter Group of the Company which in aggregate holds 22,66,417 (5.91%) equity shares in the Company.
Relationship with other directors, manager and Key Managerial Personnel of the Company	No relation
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	Non-Independent, Non-executive Director, liable to retire by rotation. He is entitled to sitting fees for attending Board Meetings.