

May 21, 2018

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Bldg., P. J. Towers  
Dalal Street, Fort  
Mumbai 400001  
Scrip Code: 539141

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
Mumbai 400051  
Scrip Code: UFO

Dear Sir / Ma'am,

**Sub: Summary of proceedings of the meeting of the Equity Shareholders (including Public Shareholders) of UFO Moviez India Limited ("Company") convened and held on Monday, May 21, 2018 at 11:30 a.m. as per the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble Tribunal")**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR Regulations**"), we hereby submit the summary of proceedings of the meeting of the Equity Shareholders (including Public Shareholders) of the Company convened and held at Emerald Hall, Kohinoor Continental, Andheri-Kurla Road, JB Nagar, Andheri (East), Mumbai 400059, Maharashtra on Monday, May 21, 2018 at 11:30 a.m. as per the directions of the Hon'ble Tribunal vide its Order dated April 10, 2018 in Company Scheme Application No. 120 of 2018, for approving the Composite Scheme of Arrangement and Amalgamation amongst the Company and Qube Cinema Technologies Private Limited and Qube Digital Cinema Private Limited and Moviebuff Private Limited and PJSATechnosoft Private Limited and their respective shareholders and creditors.

As per Regulation 30 of the LODR Regulations, please find enclosed the summary of proceedings of the meeting of the Equity Shareholders of the Company.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,  
For UFO Moviez India Limited



**Sameer Chavan**  
Company Secretary

Enclosure: As above



**Summary of proceedings of the meeting of the Equity Shareholders (including Public Shareholders) of UFO Moviez India Limited (“Company”) convened and held on Monday, May 21, 2018 at 11:30 a.m. as per the directions of the Hon’ble National Company Law Tribunal, Mumbai Bench (“Hon’ble Tribunal”)**

The meeting of the Equity Shareholders (including Public Shareholders) of the Company (“Meeting”), convened by the Hon’ble Tribunal, was held at Emerald Hall, Kohinoor Continental, Andheri-Kurla Road, JB Nagar, Andheri (East), Mumbai 400059, Maharashtra on Monday, May 21, 2018 at 11:30 a.m.

Mr. Sanjay Gaikwad, Managing Director of the Company, who was appointed as the Chairperson for the Meeting by the Hon’ble Tribunal vide its Order dated April 10, 2018 in Company Scheme Application No. 120 of 2018 (“Order”), presided over the Meeting.

The Chairperson welcomed the Equity Shareholders and informed that the Meeting has been convened pursuant to the Order passed by the Hon’ble Tribunal to approve the Composite Scheme of Arrangement and Amalgamation amongst the Company and Qube Cinema Technologies Private Limited and Qube Digital Cinema Private Limited and Moviebuff Private Limited and PJSA Technosoft Private Limited and their respective shareholders and creditors (“Scheme”).

The requisite quorum being present, the Chairperson called the Meeting to order. The notice of the Meeting, Explanatory Statement under Section 230(3) of the Companies Act, 2013 and the Scheme along with accompanying documents were dispatched to all the Equity Shareholders of the Company as per the directions contained in the Order. With the permission of the Equity Shareholders, the notice convening the Meeting including the proposed resolutions was taken as read.

The Chairperson explained to the Equity Shareholders the details and the rationale of the Scheme. He then invited the Equity Shareholders to express their views, ask questions and seek clarifications on the Scheme. The Chairperson and Mr. Kapil Agarwal, Joint Managing Director of the Company, then jointly responded to the questions asked and clarifications sought by the Equity Shareholders.

The Chairperson informed the Equity Shareholders that as required under the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided them the facility to cast their vote through postal ballot and through remote e-voting administered by Karvy Computershare Private Limited. He further mentioned that the postal ballot and remote e-voting was made available from Saturday, April 21, 2018 at 09:00 a.m. to Sunday, May 20, 2018 at 05:00 p.m.

He further informed that the facility of voting by means of polling paper was available at the venue of the Meeting for Equity Shareholders who had earlier not exercised their vote through postal ballot or remote e-voting.

The Chairperson informed that Mr. Dharmesh Zaveri (Membership No. 5418) of M/s. D. M. Zaveri & Co., Practicing Company Secretaries was appointed as the Scrutinizer to conduct the postal ballot, remote e-voting process and voting by polling paper at the venue of the Meeting, in a fair and transparent manner.



The Chairperson thanked the Equity Shareholders of the Company for attending and participating in the Meeting. The Chairperson concluded by authorizing the Company Secretary to carry out the voting process and declare the result of the consolidated voting. He informed the Equity Shareholders that the results of the voting will be subsequently disseminated within the stipulated time.

Based on scrutinizer's report, the resolution as set out in the notice has been passed with the requisite majority.

**For UFO Moviez India Limited**

*S. S. Chavan*

**Sameer Chavan**  
**Company Secretary**