

**T**OGETHER  
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OMORROW

**ANNUAL REPORT**  
**2021–22**

# CONTENTS

## UFO MOVIEZ INDIA LIMITED

Annual Report 2021 - 22

### COMPANY OVERVIEW

UFO Moviez at a glance	01
Letter to Shareholders	02
Corporate Information	03

### STATUTORY REPORTS

Notice	04
Director's Report	25
Management Discussion and Analysis	40
Corporate Governance Report	48
Business Responsibility Report	71

### FINANCIAL STATEMENTS

Consolidated Financial Statements	81
Standalone Financial Statements	157



CINE MEDIA NETWORK

## UFO MOVIEZ AT A GLANCE

UFO Moviez India Limited is India's largest in-cinema advertising platform that has the power to impact almost 1.8 billion viewers annually through 3,484 screens comprising of 1,975 screens in the PRIME channel and 1,509 screens in the POPULAR channel across 1,186 cities, leading directly into the hearts of India's Urban Heartland.

## OUR VISION

To be the leader in big screen entertainment by enhancing value for all stakeholders & bringing joy to people's lives, through innovation.

## LETTER TO SHAREHOLDERS

Dear Shareholders,

Over the last two years, the pandemic has tested the resilience of economies around the world. While economic activities were severely affected in FY21, preventive and supportive measures taken in FY22 led to a rebound. The Indian economy too has shown resilience and rebounded strongly in FY22. Most of the sectors that were impacted by the pandemic have largely recovered, but sectors like outdoor entertainment, hospitality, film exhibition, etc. have remained impacted for a longer period.

The severity of the COVID-19 pandemic and ensuing restrictions continued to affect the business in FY22 as well. This was due to the absence of big-budget releases during the first seven months of FY22 led by the closure of cinemas in most of the States due to the second wave of COVID.

The release of big-budget movies began only in November '21 and continued thereafter. However, the widespread of the third wave of COVID-19 at the very beginning of January '22 and subsequent restrictions led to another two months impact on the business operations as movies only started to release again towards the end of February '22. As an impact of the two lockdowns due to the 2nd and the 3rd wave of COVID-19, the overall recovery in the business has remained subdued in FY22. However, as a result of a steady flow of releases in recent months and strong support of movie-goers, theatrical revenues have rebounded swiftly while advertising revenue is gradually improving. This is expected to continue in FY23 subject to no further pandemic-induced restrictions.

Also during the year, as a proactive measure amidst the second wave, the company raised equity funds to the tune of Rs. 96.82 crore. It was primarily done to address any unforeseen events due to any further COVID-induced restrictions and to help the core business meet its immediate capital requirements as soon as the movies begin to release following the pandemic. The fundraising has given the company a strong financial foothold. We will prudently utilize these funds for business expansion and any short-term capital requirements until our core business regains normalcy. As long as no new pandemic-induced restrictions affect business operations, we are optimistic that the Company will soon return to the pre-pandemic level.

We thank all our shareholders, employees, customers, and other stakeholders for unconditional support in these pressing times.

Together we will move towards a better tomorrow.

**Warm Regards,**  
**Sanjay Gaikwad**  
**Founder and Managing Director**



## CORPORATE INFORMATION

### Board of Directors

<b>Sanjeev Aga</b>	Chairman & Independent Director
<b>Anand Trivedi</b>	Non-Executive Director (w.e.f. December 09, 2021)
<b>Ameya Hete</b>	Non-Executive Director
<b>Gautam Trivedi</b>	Non-Executive Director (w.e.f. December 09, 2021)
<b>Kanwar Bir Singh Anand</b>	Independent Director (w.e.f. May 26, 2022)
<b>Kapil Agarwal</b>	Non-Executive Director (w.e.f. June 17, 2022) Joint Managing Director (upto June 17, 2022)
<b>Lynn de Souza</b>	Independent Director
<b>Raaja Kanwar</b>	Non-Executive Director
<b>Rajesh Mishra</b>	Executive Director and Group CEO (w.e.f. June 18, 2022)
<b>Rajiv Batra</b>	Independent Director (w.e.f. June 15, 2022)
<b>S. Madhavan</b>	Independent Director
<b>Sanjay Gaikwad</b>	Managing Director
<b>Swati Mohan</b>	Independent Director (w.e.f. June 15, 2022)

### Chief Financial Officer

Ashish Malushte

### Company Secretary

Kavita Thadeshwar

### Statutory Auditors

M/s. B S R & Co. LLP, Chartered Accountants

### Bankers

HDFC Bank Limited

IDFC First Bank Limited

### Registrar & Share Transfer Agent

KFin Technologies Limited  
Selenium, Tower B, Plot Nos. 31-32, Gachibowli, Financial  
District Nanakramguda, Hyderabad – 500 032  
Tel No.: 040 6716 2222; Fax No.: 040 2300 1153  
Toll-Free No.: 1800 345 4001  
Email: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

### Registered and Corporate Office

Valuable Techno Park, Plot No.53/1, Road No.07, Marol,  
MIDC, Andheri (East), Mumbai- 400 093.  
Tel: 022 4030 5060  
Email: [investors@ufomoviez.com](mailto:investors@ufomoviez.com)  
Website: [www.ufomoviez.com](http://www.ufomoviez.com)

### Corporate Identity Number

L22120MH2004PLC285453

## ANNUAL GENERAL MEETING

<b>Day &amp; Date of Annual General Meeting</b>	Tuesday, August 23, 2022
<b>Time of Annual General Meeting</b>	03:00 p.m. IST
<b>Mode</b>	Video Conference / Other Audio Visual Means
<b>Web-link for participation through video conferencing</b>	<a href="https://emeetings.kfintech.com/">https://emeetings.kfintech.com/</a>
<b>Cut-off date for e-voting</b>	Tuesday, August 16, 2022
<b>Remote e-voting start date and time</b>	Thursday, August 18, 2022 at 09:00 a.m. IST
<b>Remote e-voting end date and time</b>	Monday, August 22, 2022 at 05:00 p.m. IST

## NOTICE

**NOTICE** is hereby given that the Eighteenth Annual General Meeting of the Members of UFO Moviez India Limited (**'the Company'**) will be held on **Tuesday, 23<sup>rd</sup> day of August, 2022 at 03.00 p.m. (IST) through Video Conference / Other Audio Visual Means**, to transact the following business.

### Ordinary Business:

1. To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ameya Hete (DIN 01645102), a Non-Executive Non-Independent Director who retires by rotation, and being eligible, offers himself for re-appointment.

### Special Business:

3. **Appointment of Mr. Anand Trivedi (DIN 02059249) as a Non-Executive Director of the Company**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with provisions of the Articles of Association of the Company, Mr. Anand Trivedi (DIN 02059249), who was appointed as an Additional Director in the category of Non-Executive Director of the Company by the Board of Directors w.e.f. December 09, 2021, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director and the Company Secretary of the Company be and are hereby severally authorised to take all necessary steps and to do all such acts, deeds and things as may be required from time to time, to give effect to this resolution including making the necessary filings and applications with the concerned statutory authorities and to settle any question or difficulty which may arise in regard thereto in such manner as it may deem expedient."

4. **Appointment of Mr. Gautam Trivedi (DIN 02647162) as a Non-Executive Director of the Company**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 152, 160 and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with provisions of the Articles of

Association of the Company, Mr. Gautam Trivedi (DIN 02647162), who was appointed as an Additional Director in the category of Non-Executive Director of the Company by the Board of Directors w.e.f. December 09, 2021, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director and the Company Secretary of the Company be and are hereby severally authorised to take all necessary steps and to do all such acts, deeds and things as may be required from time to time, to give effect to this resolution including making the necessary filings and applications with the concerned statutory authorities and to settle any question or difficulty which may arise in regard thereto in such manner as it may deem expedient."

5. **Appointment of Mr. Kanwar Bir Singh Anand (DIN 03518282) as an Independent Director of the Company**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 197 and 198 read with Schedule IV, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (**'the Act'**), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 16(1)(b) and Regulation 25(2A) and other applicable Regulations, if any of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Kanwar Bir Singh Anand (DIN 03518282), who was appointed as an Additional Director in the category of Independent Non-Executive Director of the Company by the Board of Directors w.e.f. May 26, 2022, be and is hereby appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, to hold office for a period of three consecutive years from the original date of appointment i.e. May 26, 2022 upto May 25, 2025.

**RESOLVED FURTHER THAT** in addition to sitting fees payable for attending the meetings of the Board of Directors of the Company and Committees thereof, the Company be and is hereby authorised to pay to Mr. Kanwar Bir Singh Anand for a period of three years commencing from May 26, 2022, commission on net profits of the Company for a financial year computed as per the provisions of Section 198, within the limits prescribed under Section 197 of the Act, in such manner, amount and proportion as the Board of Directors may determine from time to time.

**RESOLVED FURTHER THAT** in case of no profits / inadequate profits, consent of the Members be and is hereby accorded for payment of Remuneration to Mr. Kanwar Bir Singh Anand in accordance with the limits prescribed under Schedule V to the Act, in such manner, amount and proportion as may be directed by the Board of Directors of the Company for three Financial Years 2022-23, 2023-24 and 2024-25.

**RESOLVED FURTHER THAT** any Director and the Company Secretary of the Company be and are hereby severally authorised to take all necessary steps and to do all such acts, deeds and things as may be required from time to time, to give effect to this resolution including making the necessary filings and applications with the concerned statutory authorities and to settle any question or difficulty which may arise in regard thereto in such manner as it may deem expedient.”

**6. Appointment of Mr. Rajiv Batra (DIN 00082866) as an Independent Director of the Company**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 197 and 198 read with Schedule IV, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (**‘the Act’**), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 16(1)(b) and Regulation 25(2A) and other applicable Regulations, if any of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Rajiv Batra (DIN 00082866), who was appointed as an Additional Director in the category of Independent Non-Executive Director of the Company by the Board of Directors w.e.f. June 15, 2022, be and is hereby appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, to hold office for a period of three consecutive years from the original date of appointment i.e. June 15, 2022 upto June 14, 2025.

**RESOLVED FURTHER THAT** in addition to sitting fees payable for attending the meetings of the Board of Directors of the Company and Committees thereof, the Company be and is hereby authorised to pay to Mr. Rajiv Batra for a period of three years commencing from June 15, 2022, commission on net profits of the Company for a financial year computed as per the provisions of Section 198, within the limits prescribed under Section 197 of the Act, in such manner, amount and proportion as the Board of Directors may determine from time to time.

**RESOLVED FURTHER THAT** in case of no profits / inadequate profits, consent of the Members be and is hereby accorded for payment of Remuneration to Mr. Rajiv Batra in accordance with the limits prescribed under Schedule V to the Act, in such manner, amount and proportion as may be directed by the Board of Directors of the Company for three Financial Years 2022-23, 2023-24 and 2024-25.

**RESOLVED FURTHER THAT** any Director and the Company Secretary of the Company be and are hereby severally authorised to take all necessary steps and to do all such acts, deeds and things as may be required from time to time, to give effect to this resolution including making the necessary filings and applications with the concerned statutory authorities and to settle any question or difficulty which may arise in regard thereto in such manner as it may deem expedient.”

**7. Appointment of Ms. Swati Mohan (DIN 06377656) as an Independent Director of the Company**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 197 and 198 read with Schedule IV, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (**‘the Act’**), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 16(1)(b), Regulation 17(1)(a) and Regulation 25(2A) and other applicable Regulations, if any of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Swati Mohan (DIN 06377656), who was appointed as an Additional Director in the category of Independent Non-Executive Director of the Company by the Board of Directors w.e.f. June 15, 2022, be and is hereby appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, to hold office for a period of three consecutive years from the original date of appointment i.e. from June 15, 2022 upto June 14, 2025.

**RESOLVED FURTHER THAT** in addition to sitting fees payable for attending the meetings of the Board of Directors of the Company and committees thereof, the Company be and is hereby authorised to pay to Ms. Swati Mohan for a period of three years commencing from June 15, 2022, commission on net profits of the Company for a financial year computed as per the provisions of Section 198, within the limits prescribed under Section 197 of the Act, in such manner, amount and proportion as the Board of Directors may determine from time to time.

**RESOLVED FURTHER THAT** in case of no profits / inadequate profits, consent of the Members be and is hereby accorded for payment of Remuneration to Ms. Swati Mohan in accordance with the limits prescribed under Schedule V to the Act, in such manner, amount and proportion as may be directed by the Board of Directors of the Company for three Financial Years 2022-23, 2023-24 and 2024-25.

**RESOLVED FURTHER THAT** any Director and the Company Secretary of the Company be and are hereby severally authorised to take all necessary steps and to do all such acts, deeds and things as may be required from time to time, to give effect to this resolution including making the necessary filings and applications with the concerned statutory authorities and to settle any question or difficulty which may arise in regard thereto in such manner as it may deem expedient."

**8. Appointment of Mr. Rajesh Mishra (DIN 00103157) as an Executive Director and Group CEO of the Company**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 160 and other applicable provisions of the Companies Act, 2013 (**'the Act'**) and the rules made thereunder (including any statutory modification or re-enactment thereof) and the Articles of Association of the Company, Mr. Rajesh Mishra (DIN: 00103157), who was appointed as an Additional Director of the Company w.e.f. June 18, 2022 and who holds office till the date of the Annual General Meeting in terms of Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in accordance with provisions of the Articles of Association of the Company, pursuant to the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company and subject to such other approvals as may be required in this regard, approval of the members of the Company be and is hereby accorded for appointment of Mr. Rajesh Mishra (DIN 00103157) as an Executive Director and Group CEO of the Company w.e.f. June 18, 2022, for a period of three consecutive years from the original date of appointment i.e. from June 18, 2022 upto June 17, 2025, on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to vary, alter and modify the terms and conditions of appointment including designation, remuneration / remuneration structure of Mr. Rajesh Mishra within the limits set out in the explanatory statement annexed to the Notice.

**RESOLVED FURTHER THAT** any Director and the Company Secretary of the Company be and are hereby severally authorised to take all necessary steps and to do all such acts, deeds and things as may be required from time to time, to give effect to this resolution including making the necessary filings and applications with the concerned statutory authorities and to settle any question or difficulty which may arise in regard thereto in such manner as it may deem expedient."

**9. Payment of remuneration to the existing Independent Directors of the Company**

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 (**'the Act'**) and the rules made thereunder (including any statutory modification or re-enactment thereof), and the Articles of Association of the Company, basis the recommendation of the Nomination and Remuneration Committee and approval by the Board of Directors of the Company, consent of the Members be and is hereby accorded for payment of Remuneration to the existing Independent Directors of the Company viz. Mr. Sanjeev Aga (DIN 00022065), Ms. Lynn De Souza (DIN 01419138) and Mr. S. Madhavan (DIN 06451889) (**'Independent Directors'**), in accordance with the limits prescribed under Schedule V to the Act, and the same be paid to the Independent Directors of the Company in such manner, amount and proportion as the Board of Directors may determine, for the Financial Year 2021-22 and their balance tenure in Financial Year 2022-23 (on pro-rata basis).

**RESOLVED FURTHER THAT** any Director and the Company Secretary of the Company be and are hereby severally authorised to take all necessary steps and to do all such acts, deeds and things as may be required from time to time, to give effect to this resolution including making the necessary filings and applications with the concerned statutory authorities and to settle any question or difficulty which may arise in regard thereto in such manner as it may deem expedient."

**By order of the Board of Directors**

Date: June 15, 2022  
Place: Mumbai

**Kavita Thadeshwar**  
Company Secretary  
M. No. A18651



## Notes:

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 14, 2021 and May 05, 2022 (collectively referred to as '**MCA Circulars**') permitted the holding of the Annual General Meeting ('**AGM**') through Video Conferencing ('**VC**') facility/Other Audio Visual Means ('**OAVM**'), without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 ('**the Act**'), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**') and MCA Circulars, the **18<sup>th</sup> AGM** of the Company is being held through VC/OAVM on **Tuesday, August 23, 2022 at 03.00 p.m. (IST)**. The proceedings of the AGM 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 AGM 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 AGM 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 AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.
3. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under **Item No. 3 to 9** of the Notice is annexed hereto.  
  
The relevant details pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards - 2 ('**SS-2**') on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment / re-appointment at this AGM are also annexed to this Notice.
4. In line with the MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report 2021-22 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless the Member has specifically requested for a hard copy of the Annual Report. The Notice convening the 18<sup>th</sup> AGM and the Annual Report 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](http://www.bseindia.com) and [www.nseindia.com](http://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 AGM 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 AGM, form part of the notes to this Notice.

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

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and Certificate from the Secretarial Auditors of the Company certifying that the employee stock option scheme of the Company is being implemented in accordance with SEBI (Share Based Employee Benefits and Sweat Equity), Regulations, 2021 will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send their requests to the Company at [investors@ufomoviez.com](mailto:investors@ufomoviez.com)
7. 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) or in his absence Mr. Kaushal Dalal (FCS: 7141 CP: 7512) 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 48 hours of the conclusion of the AGM. The results shall simultaneously be communicated to BSE Limited and the National Stock Exchange of India Limited.

8. Instructions for remote e-voting (before and during the AGM) and attending the AGM 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 SEBI 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 16, 2022**, 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 18, 2022 at 09:00 a.m. (IST)** onwards and ends on **Monday, August 22, 2022 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 AGM.
- 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](mailto: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-AGM 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-AGM) of the Company on KFintech system to participate e-AGM and vote at the AGM.