

FILMCITY MEDIA LIMITED

CIN: L99999MH1994PLC077927

Regd. Office: 2/19, Om Heera Panna Mall, Oshiwara, Andheri (West), Mumbai – 400 053

Email Id: filmcitym@gmail.com Website: www.filmcitym.com



NOTICE

Notice is hereby given that the 28th Annual General Meeting ("**AGM**") of the Members of Filmcity Media Limited ("**the Company**") will be held on Saturday, March 18, 2023 at 04.00 p.m. at the Registered Office of the Company at 2/19, Om Heera Panna Mall Oshiwara, Andheri (West), Mumbai-400053, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Surendra Ramkishore Gupta (DIN: 00778018) who retires by rotation and, being eligible, offers himself for re-appointment.
3. To re-appoint of Statutory Auditors of the Company for another term of consecutive term of five years
"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendation of the Audit Committee, M/s. Bhatler & Associates Chartered Accountants (Firm Registration No.131411W) be and are hereby reappointed as the Statutory Auditors of the Company for the second consecutive term of five years, from the conclusion of this 28th Annual General Meeting till the conclusion of the 33rd Annual General Meeting of the Company, on such terms and conditions including remuneration (plus taxes, as applicable and reimbursement of out-of-pocket expenses, if any,) as may be fixed by the Board of Directors of the Company, based on the recommendations of the Audit Committee and/or provided in the explanatory statement."

By order of the Board
For FILMCITY MEDIA LIMITED

Place: Mumbai
Date: 21/02/2023

RAKSHA KUMARI
Company Secretary & Compliance Officer
Membership No.: A46084

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN ORDER TO BE EFFECTIVE MUST BE DULY FILLED IN ALL RESPECTS AND SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY IN NUMBER AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**
2. Corporate Members intending to send their authorized representatives to attend the AGM pursuant to section 113 of the Companies Act, 2013 are requested to submit a Certified True Copy of the Board Resolution/Power of Attorney together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the AGM or through email at filmcitym@gmail.com.
3. Members / Proxies are requested to bring their attendance slips duly filled in along with their copies of the Annual Report to the AGM.
4. SEBI vide its Circular dated November 03, 2021 has made it mandatory for the shareholders holding shares in physical form to furnish PAN, KYC details and Nomination in the prescribed forms to the RTA of the Company. In case of failure to provide required documents and details as per the aforesaid Circular, all folios of such shareholders shall be frozen on or after April 01, 2023 by the RTA. Further, such frozen securities shall be referred by the RTA or the Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as of December 31, 2025.



In compliance with the above stated Circular, the Company request to its shareholders holding shares in the physical form requesting them to update their PAN, KYC details and Nomination. In order to avoid freezing of folios, such members are requested to furnish details in the prescribed form as mentioned in the aforesaid SEBI circular along with the supporting documents, wherever required, to our RTA, Link Intime India Pvt. Ltd, for immediate action. A copy of such forms can be downloaded from the website of the Company at www.filmcitym.com.

5. In case of any query / assistance, members are requested to contact our RTA, Link Intime India Pvt. Ltd at rnt.helpdesk@linkintime.co.in.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of their names as mentioned in the register of members will be entitled to vote.
7. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form SH-13 (enclosed with this Notice) to the Company/ RTA in case shares are held in physical form and to their respective depository participant, if held in electronic form.
8. (a) This Notice is being sent to all the members whose name appears as on February 17, 2023 in the Register of Members or beneficial owner as received from the R&TA of the Company.
(b) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the closing time of March 10, 2023, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date. A person who is not a member as on the cut-off date shall treat this notice for information purpose only. All the members as on the cut-off date as well as date of AGM shall have right to attend the AGM.
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. All relevant documents referred to in the accompanying Notice, as well as Annual Report shall be open for inspection at the Registered Office of the Company, during the office hours, on all working days between 9.30 A.M. to 1.00 P.M. upto the date of AGM as well as at the venue of AGM.
11. Electronic copy of the notice and the annual report for the year 2021-22 is being sent to members whose email addresses are registered with the Company/depository participants for communication purpose unless any member has requested for a hard copy of the same. The members who have not registered their email addresses, physical copies of the same are being sent in the permitted mode.
12. Members are requested to send their queries concerning the financial statements and operations of the Company at least 10 days before the date of AGM to the Company Secretary at its Registered Office/Head office or by sending an email to filmcitym@gmail.com so that information can be made available at the meeting.
13. Members who have not registered their e-mail addresses with the Company can now register the same by submitting a request letter in this respect to the Company/ at filmcitym@gmail.com. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only.
14. Member(s) may also note that in line with the MCA Circulars and SEBI Circular, the Notice of the AGM and the Annual Report will be available on the website of the Company at www.filmcitym.com, on the website of Stock Exchange i.e BSE Limited and at www.bseindia.com and on the website of e-voting agency i.e. : <https://instavote.linkintime.co.in>.
15. Attendance slip, proxy form and the route map showing directions to reach the venue of the AGM is enclosed as per the requirements of Secretarial Standard-2 of "General Meetings."
16. **Voting by Members:**
The voting for the agenda items as set forth in the Notice shall be done in the following manner:
 - a) Members may cast their votes through electronic means by using an electronic voting system from a place other than the venue of AGM (Remote E-voting) in the manner provided below.
 - b) At the venue of AGM, voting shall be done through Ballot Paper and the members attending the AGM, who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper.
 - c) A member may participate in the AGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the AGM. If a member casts vote through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.



(I) Voting through Electronic means

In accordance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2) issued by Institute of Company Secretaries of India, the Company is pleased to provide the facility to members to exercise their right to vote on resolutions set forth in this notice by electronic means from a place other than venue of the Annual General Meeting ("remote e-voting"). The Company has engaged the services of Link Intime India Private Limited ("Linkintime") in respect of all the business to be transacted at the aforesaid Annual General Meeting of the Company. However, it may be noted that E-voting is optional.

The remote e-voting period begins on 15th March 2023 at 9:00 A.M. and ends on 17th March 2023 at 5:00 P.M. The remote e-voting module shall be disabled by "LINKINTIME" <https://instavote.linkintime.co.in> for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 10th March, 2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 10th March, 2023.

The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

LOGIN METHOD FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT/ PHYSICAL MODE IS GIVEN BELOW:

1. Individual Shareholders holding securities in demat mode with NSDL

- Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
- If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL

- Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
- After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.



3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

4. Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -
 - A. **User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

Shareholders holding shares in **NSDL form, shall provide 'D' above*

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Click "confirm" (Your password is now generated).
3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.
5. **Cast your vote electronically:**
 1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
 2. E-voting page will appear.



3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 - 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can 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
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22- 23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.



- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

In case shareholders/members have any queries regarding login, they may send an e-mail to instameet@linkintime.co.in or contact on :- Tel: 022-49186175.

(II) Voting Through Ballot Paper

Members who have not exercised the option of Remote E-voting shall be entitled to participate and vote at the venue of the AGM on the date of AGM. The voting at the venue of the AGM shall be done through the Ballot Papers and Members attending the AGM shall be able to exercise their voting right at the meeting through Ballot Papers. After the agenda items have been discussed, the Chairman will instruct the scrutinizer to initiate the process of voting on the all resolutions through Ballot Papers. The Ballot Papers will be issued to the Shareholders/Proxy holders/ Authorised Representatives present at the AGM. The shareholder may exercise their right of vote by tick marking as (✓) against 'FOR' and 'AGAINST' as his/her choice may be, on the agenda item in the Ballot Paper and drop the same in the Ballot Box(es) kept at the meeting hall for this purpose.

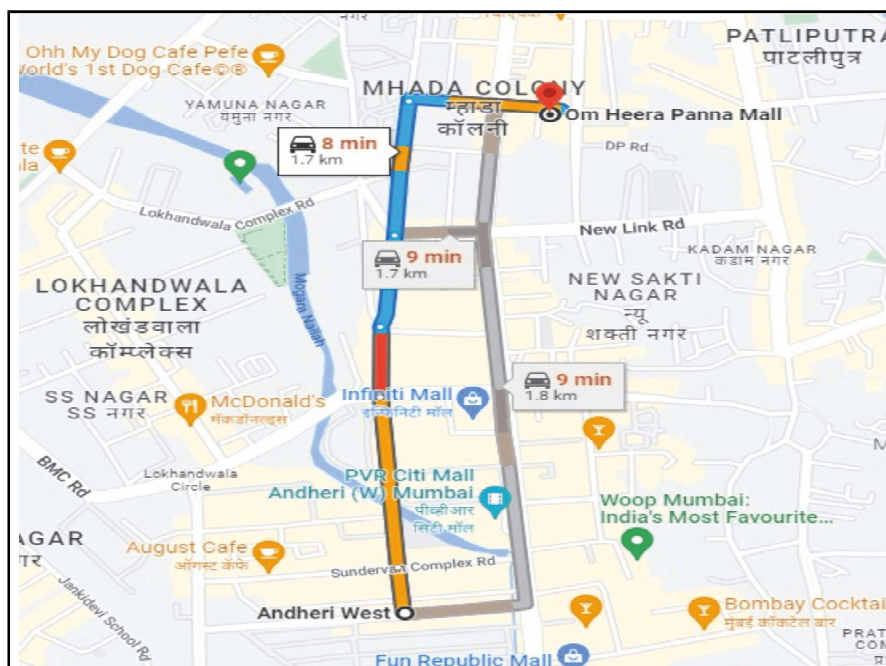
In such an event, votes cast under Poll taken together with the votes cast through remote e-voting shall be counted for the purpose of passing of resolution(s).

17. Members who would like to express their views or ask questions during the AGM may register themselves as speaker by sending their request from their registered email address mentioning their name, DP ID an client ID/ Folio no, No. of shares, PAN, mobile number at filmcitym@gmail.com on or before March 13, 2023. Those Members only who have registered themselves as a speaker will only be allowed to express their view, ask questions during the AGM. The Company reserves the right to restrict the number of speakers, questions as well as the speaking time as appropriate for smooth conduct of the AGM.
18. Mr. Vijay Ramesh Gupta (Membership No. A33236), the Practicing Company Secretary, has been appointed by the Board of Directors of the Company to act as the Scrutinizer to scrutinize the remote e-voting process as well as voting at AGM, in a fair and transparent manner.
19. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting thereafter unblock the votes cast through remote e-voting in the presence of atleast two persons not in the employment of the Company and shall make, not later than 2 working days of conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the chairman or a person so authorized by him in writing who shall countersign the same and declare the results of the voting forthwith.
20. The results declared along with the Scrutinizer's Report shall displayed on the Notice Board of the Company at its Registered Office and same shall be placed on the Company's website www.filmcitym.com and on the website of LINKINTIME <https://www.linkintime.co.in/> immediately after the results are declared by the Chairman or a person authorised by him and the same shall also be simultaneously communicated to BSE Limited.

21. Relevant details, in terms of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Director seeking appointment/proposed for re-appointment at this Annual General Meeting are as follows:

Name	Mr. Surendra Ramkishore Gupta (DIN: 00778018)
Brief Resume	Mr Surender Ramkishore Gupta is a commerce graduate from Podar College, Mumbai University. He started his career in print media in 1985, and has experience of setting up studios for post-production work. He has also worked with Doordarshan and other private channels in marketing TV programmes and feature films. Amongst this vast experience, his recent venture was in the satellite world through a 24*7 wellness channel, which was available on Tata Sky (Now Tata Play) and other cable operators. Presently this wellness channel is running on its private OTT through IPTV.
Nature of expertise in specific functional areas	
Disclosure of relationships between directors inter-se	He is not related to any other director/ key managerial personnel of the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board with listed entities from which the person has resigned in the past three years	Nil
Shareholding of non-executive directors in the listed entity, including shareholders as a beneficial owner	Nil

ROUTE MAP FOR THE VENUE OF ANNUAL GENERAL MEETING



Venue:

2/19, Om Heera Panna Mall, Oshiwara,
Andheri (West), Mumbai – 400 053



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

Item No. 3

M/s. Bhattar & Associates (Firm Registration No.131411W), Chartered Accountants, were appointed as the statutory auditors of the Company for Five years for the financial year 2017-18 to 2021-22 in the Annual General Meeting of the company held on January 19, 2023. Their term will end at the conclusion of this Annual General Meeting.

The Audit Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s Bhattar & Associates to be best suited to handle the audit process of the Financial Statements of the Company.

Hence, this resolution is placed for re-appointment of Statutory Auditors for a further term of 5 years to hold office from the conclusion of 28th Annual General Meeting until the conclusion of 33rd Annual General Meeting.

The firm M/s Bhattar & Associates is a business and financial advisory firm formed in 2010. The firm is registered with The Institute of Chartered Accountants of India (ICAI) vide Firm Registration Number (FRN) 131411W. It is professionally managed firm having knowledge of different areas of business. Apart from partners in the firm, the firm is supported by professionals from the various industries.

Accordingly, the Board recommends the Ordinary Resolution as set out at item no.03 of this notice for approval of the members of the Company.

Details required to be provided as per Regulation 36(5) in relation to the appointment of the Statutory Auditors is provided below:

Particulars	Details
Proposed fees payable to the Statutory Auditor(s)	Fifty Thousand only
Terms of appointment	As detailed in resolution
Any material change in the fee payable to the new auditor from that paid to the outgoing auditor along with the rationale for such change	Not applicable, since this is case of re-appointment and there is no such material change in the fee for second term of the Auditors'.
Brief Profile of the firm	<p>M/s Bhattar & Associates has a successful track record of providing a full diversified "One Stop Solution" for all business needs. The firm is engaged in providing consultancy and professional services related to statutory audit, internal audit, concurrent audit, tax audit, income tax, Goods and Services tax, Value added tax, certification, company law, excise and customs.</p> <p>M/s Bhattar & Associates to be best suited to handle the scale, diversity and complexity associated with the audit of the Financial Statements of the Company. The firm M/s Bhattar & Associates is business and financial advisory firm formed in 2010. The firm is registered with The Institute of Chartered Accountants of India (ICAI) vide Firm Registration Number (FRN) 131411W. It is professionally managed firm having knowledge of different areas of business. Apart from partners in the firm, the firm is supported by professionals from the various industries.</p>

None of the Directors or the Key Managerial Personnel of the Company, including their relatives (to the extent of their shareholding in the Company, if any), is in anyway, concerned or interested, financially or otherwise, in the said resolution.

By order of the Board
For FILMCITY MEDIA LIMITED

Place: Mumbai
Date: 21/02/2023

RAKSHA KUMARI
Company Secretary & Compliance Officer
Membership No.: A46084

FILMCITY MEDIA LIMITED

CIN: L99999MH1994PLC077927

Regd. Office: 2/19, Om Heera Panna Mall, Oshiwara, Andheri (West), Mumbai – 400 053

Email Id: filmcitym@gmail.com Website: www.filmcitym.com

Form No. MGT-11 PROXY FORM

[Pursuant to Section 105 (6) of the Companies Act, 2013 and
Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

28th ANNUAL GENERAL MEETING

SATURDAY, MARCH 18, 2023 AT 4.00 P.M.

I/We _____
R/o _____ being a Member/ Members of **FILMCITY
MEDIA LIMITED**, hereby appoint Mr./ Mrs. _____
failing him/ her Mr./ Mrs. _____ R/o _____

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28th Annual General Meeting of the members of the Company, to be held on Saturday, March 18, 2023 at 4.00 P.M. at 2/19, Om Heera Panna Mall, Oshiwara, Andheri (West), Mumbai – 400 053 and at any adjournment thereof in respect of such Resolutions listed overleaf/annexed.

Signed on this _____ Day of March, 2023

Signature :

Address :

Folio No. :

No. of Equity Shares held :

Affix a
1 Rupee
Revenue
Stamp

Notes:

1. Any Member entitled to attend and vote at the Meeting is entitled to attend and either vote in person or by Proxy and the proxy need not be a Member.
2. Proxy form duly signed across Revenue Stamp of Re. 1.00 should reach the Company's Registered Office not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a Member of the Company.

S. No.	RESOLUTIONS	OPTIONAL*	
		FOR	AGAINST
Ordinary Business			
1.	Adoption of Audited Financial Statements of the Company for the year ended on 31st March, 2022.		
2.	To appoint a Director in place of Mr. Surendra Ramkishore Gupta (DIN: 00778018) who retires by rotation and, being eligible, offers himself for re-appointment		

Signed this day of January, 2023

Signature of Shareholder

Address :

Folio No. :

No. of Equity Shares held :

Affix a 1 Rupee Revenue Stamp
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Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Office of the Company, not less than 48 hours before the commencement of the meeting.
2. For the Resolutions, Explanatory Statements and Notes, please refer to the Notice of 28th Annual General Meeting and Notice.
3. *It is optional to put (√) in the appropriate column against the Resolutions indicated in the Box. If you leave the "FOR" or "AGAINST" columns BLANK in all or any of resolutions, your Proxy will be entitled to vote in the manner as he / she thinks appropriate.
4. Please complete all details including details of member(s) & as in the above box before submission.

FILMCITY MEDIA LIMITED

CIN: L99999MH1994PLC077927

Regd. Office: 2/19, Om Heera Panna Mall, Oshiwara, Andheri (West), Mumbai – 400 053

Email Id: filmcitym@gmail.com Website: www.filmcitym.com

ATTENDANCE SLIP

28th ANNUAL GENERAL MEETING

Saturday, 18.03.2023 at 4:00 P.M.

**at 2/19, Om Heera Panna Mall, Oshiwara,
Andheri (West), Mumbai – 400 053**

Members are requested to bring copy of Annual Report, Notice along with them to the Annual General Meeting. Please complete this Attendance Slip and hand-over at the Entrance. Only Members or their Proxies are entitled to be present at the Meeting.

Name of the Shareholder :

Ledger Folio No. :

Address :

No. of Shares held :

Name of the Proxy :

I/ We hereby record my/ our presence at the Annual General Meeting of the Company.

Place :

Dated :

Member's / Proxy's Signature