

**Date:** August 31, 2023

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai- 400 001

**SCRIP CODE: 543895**

**Subject:** Annual Report of the Company for the Financial Year 2022-23 along with the Notice convening the 13<sup>th</sup> Annual General Meeting (“AGM”).

**Ref.:** Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Dear Sir/ Madam,

With respect to the captioned subject and pursuant to the provisions of Regulation 34 of Listing Regulations, please find attached herewith a copy of Annual Report for the Financial Year 2022-23 along with the Notice of the 13<sup>th</sup> AGM scheduled on Saturday, September 23, 2023 at 11:30 A.M. (IST) at The Raheja Classique Club, New Link Rd, Behind Infiniti Mall, Phase- D, Shastri Nagar, Andheri West, Mumbai - 400053, Maharashtra.

Further, the Notice of the 13<sup>th</sup> AGM and Annual Report for the Financial year 2022-23 have also been made available on the website of the Company at <https://exhicongroup.com/> and the Company has commence the dispatch of Notice of the AGM along with Annual Report for Financial year 2022-23 to the Members through electronic means on the email addresses as registered with the Company /Registrar and Share Transfer Agent/ Depository Participant(s), in compliance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Kindly take the same on record.

Thanking You

Yours Faithfully

For **Exhicon Events Media Solutions Limited**

**Quaim Mohammad Syed**

**Managing Director**

**DIN: 03163591**

Encl.: A/a

**Exhicon Events Media Solutions Limited**

(Formerly known as Exhicon Events Media Solutions Private Limited)

CIN: U74990MH2010PLC208218

Reg. Office: 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W), Mumbai 400053

Tel: +9122 40036045/22 62361291| Email: [info@exhicongroup.com](mailto:info@exhicongroup.com)| Website: [www.exhicongroup.com](http://www.exhicongroup.com)

**EXHICON EVENTS MEDIA SOLUTIONS LIMITED****CIN:** U74990MH2010PLC208218**Regd. Office** - 103, Crystal Paradise, DS Road, off Veera Desai Road,  
Andheri (W) Mumbai, Mumbai City – 400053, Maharashtra, India.**Contact No:** +91 22 40036045/22 62361291 **E-Mail:** [cs@exhiconevents.in](mailto:cs@exhiconevents.in) **Website:** [www.exhicongroup.com](http://www.exhicongroup.com)

## NOTICE

**NOTICE** is hereby given that the 13th annual general meeting ("**AGM**") of the members of **EXHICON EVENTS MEDIA SOLUTIONS LIMITED** will be held on Saturday, September 23, 2023 at 11:30 am at the raheja classique club, new link rd, behind infiniti mall, phase d, shastri nagar, andheri west, mumbai - 400053, maharashtra to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of the Auditors thereon.
2. To declare Final Dividend of Rs. 1/- (Rupees One Only) per equity share for the financial year ended March 31, 2023.
3. To appoint a director in place of Mr. Quaim Mohammad Syed (DIN: 03163591), who retires by rotation and, being eligible, offers himself for the re-appointment.

**SPECIAL BUSINESS:**

4. **To grant loans, or give guarantees and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in Section 186 of The Companies Act 2013:**

To consider and if thought fit to pass, the following resolution with or without modifications, if any as a **Special Resolution**  
**"RESOLVED THAT** in supersession to all resolutions passed earlier and pursuant to the provisions of Section 186 and other applicable provisions, if any of the Companies Act, 2013 ('the Act') (including any statutory amendment(s) modification(s) or re-enactment(s) thereof for the time being in force), read with The Companies (Meetings of Board and its Powers) Rules, 2014, the consent of the shareholders of the Company be and is hereby accorded to (a) give any loan to any person(s) or other body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s); and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs.150,00,00,000 (Rupees One Hundred Fifty Crores Only) outstanding at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the above, Mr. Quaim Mohammad Syed, Managing Directors, Ms. Padma Mishra, Director and Mr. Pranjul Jain, Company Secretary and Compliance Officer of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”.

**5. To increase the limits of borrowing by the Board of Directors of the Company under Section 180(1) (c) of The Companies Act, 2013: To consider and if thought fit to pass, the following resolution with or without modifications, if any as a Special Resolution:**

**“RESOLVED THAT** in supersession to all resolutions passed earlier and pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any of the Companies Act, 2013 ('the Act') (including any statutory amendment(s) modification(s) or re-enactment(s) thereof for the time being in force), read with The Companies (Meetings of Board and its Powers) Rules, 2014, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or any body corporate/ entity/ entities and/ or authority/ authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs.150,00,00,000 (Rupees One Hundred Fifty Crores Only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.”

**“RESOLVED FURTHER THAT** Mr. Quaim Mohammad Syed, Managing Directors, Ms. Padma Mishra, Director and Mr. Pranjul Jain, Company Secretary and Compliance Officer of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

**6. Approval for the Related Party Transactions:**

To consider and, if thought fit, to pass, the following resolution with or without modifications, if any as an **Special Resolution:**

**“RESOLVED THAT** in continuation of earlier resolution passed in this behalf and pursuant to the provisions of Section 188, if and to the extent applicable, and other applicable provisions, if any of the Companies Act 2013, ('the Act') (including any statutory amendment(s) modification(s) or re-enactment(s) thereof for the time being in force), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23(4) of the Securities Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, ('listing Regulations') as amended from time to time, the consent of the members of the Company be and is hereby accorded to the Board of Directors ('Board') to enter into any and all transactions/ contracts/ arrangements with the 'related party' as defined in the Act and Regulation 2(zb) of the Listing Regulation i.e., relating to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any

services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate or promoter group Company, making of loans to, and/ or giving of guarantees or providing security and/or making of investments and the purchase from and/or sale to it of any securities by the Company, or any combination thereof, etc. on such terms and conditions as the Board in its absolute discretion may deem fit provided however that the aggregate amount/value of all such transactions/ contracts/ arrangements that may be entered into and remaining outstanding at any time shall not exceed Rs.150,00,00,000 (Rupees One Hundred Fifty Crores Only) with each related parties respectively during any Financial year.”

**RESOLVED FURTHER THAT** Mr. Quaim Mohammad Syed, Managing Directors, Ms. Padma Mishra, Director and Mr. Pranjul Jain, Company Secretary and Compliance Officer of the Company be and is hereby authorized 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, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

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

**By Order of the Board of Directors**  
sd/-  
**Quaim Mohammad Syed**  
**Managing Director**  
**DIN: 03163591**

**Date:** August 26, 2023

**Place:** Mumbai

Registered Office:

Exhicon Events Media Solutions Limited

(CIN: U74990MH2010PLC208218)

103, Crystal Paradise, DS Road,

Off Veera Desai Road, Andheri (W)

Mumbai – 400053, Maharashtra

Contact No: +91 22 40036045/22 62361291

Website: <https://exhicongroup.com/>

**NOTES:**

**1.** A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Annual General Meeting ("Meeting") is annexed hereto.

**2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING" OR THE "AGM") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument of proxy in order to be effective should be deposited at the registered office of the Company, duly completed and signed, not less than forty-eight hours before the commencement of AGM. A proxy form is sent herewith. Proxies submitted on behalf of companies, societies etc., must be supported by appropriate resolutions/ authority, as applicable.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, read with Rule 19(2) of the Companies (Management and Administration) Rules, 2014; a person shall not act as a proxy for more than 50 (fifty) members and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company. In case a Member holding more than 10% of the total share capital of the Company carrying voting rights proposes to appoint a proxy, then such Member may appoint a single person as proxy, however, such proxy shall not act as a proxy for any other person or Member. The holder of proxy shall prove his identity at the time of attending the Meeting.

**3.** Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified true copy of the Board resolution authorising their representative to attend and vote on their behalf at the AGM.

**4.** In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

**5.** Members/Proxies/Authorised Representatives should bring their duly filled and signed attendance slip enclosed herewith to attend the AGM.

**6.** During the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three (3) days' notice in writing is given to the Company.

**7.** All documents referred to in the accompanying Notice shall be open for inspection at the registered office of the Company on all working days, except Saturdays and Sundays, between 11.00 a.m. to 1.00 p.m. up to the date of the AGM of the Company.

**8.** The members are requested to kindly send all their correspondence relating to change of address, transfer of shares, etc. directly to the Company's Registrar & Transfer Agents – Link Intime India Private Limited, C-101, 1st floor, 247 Park, LBS Marg, Vikhroli West, Mumbai – 400083, Maharashtra, quoting their folio number and in case of shares held in dematerialised form, the intimation of change of address should be passed on to their respective depository participants.

**9.** Members seeking any information with regard to the financial statements are requested to write to the Company at least ten (10) days before the AGM to enable the management to keep the information ready at the meeting.

**10.** Pursuant to Reg. 42 of the SEBI (LODR) Regulations, 2015 read with Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books will remain closed from (15.09.2023 to 23.09.2023) (Both days inclusive) for the purpose of AGM.

**11.** As per Section 108 of the Companies Act, 2013, Rule 20(2) of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, the Company has not provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Depository due to non-applicability. Voting through ballot paper will only be made available at the AGM.

**12.** Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the depository. Members who have not registered their e-mail addresses are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

**13.** The Annual Report of the Company circulated to the members of the Company, will be made available on the Company's website at <https://exhicongroup.com/> and also on website of the BSE Limited. [Physical copies of the Annual Report will also be available at the Company's registered office for inspection during normal business hours on working days.](#)

**14.** The Annual Report, including Notice, attendance slip and proxy form, are being sent in electronic mode to members whose e-mail addresses are registered with the Company or the Depository Participant(s) unless the

members have registered their request for a hard copy of the same. Physical copy of the Annual Report is being sent to those members who have not registered their e-mail addresses with the Company or Depository Participant(s). Members who have received the Annual Report in electronic mode are requested to print the attendance slip and submit a duly filled in attendance slip at the registration counter to attend the AGM.

**15.** As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No SH-13. The form can be downloaded from the Company's website at <https://exhicongroup.com/> [Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.](#)

**16.** The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.

**17.** A Statement giving details of the Directors seeking appointment / re-appointment is also annexed with the Notice pursuant to the requirements of Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meeting ("SS-2").

**18.** Copies of the Annual Report will not be distributed at the AGM.

**19.** Route Map to the venue of the 13th Annual General Meeting of the Company is enclosed at the last page of the Notice.

**OTHER NOTES**

- a) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 15.09.2023.
- b) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice through electronic means and holding shares as of the cut-off date i.e. 15.09.2023 may sending a request at [cs@exhiconevents.in](mailto:cs@exhiconevents.in).
- c) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the AGM through ballot paper.
- d) M/s. Brajesh Gupta & Co. (Membership No: 33070; COP Number: 21306), Practicing Company Secretary, has been appointed as the scrutinizer to act as scrutinizer for the purpose of Annual General Meeting.
- e) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM.
- f) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company and shall give not later than 48 hours of the 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 authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- g) The Results of AGM voting will be declared along with the report of the Scrutinizer on or before two working days and shall be placed on the website of the Company <https://exhicongroup.com/> after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

**By Order of the Board of Directors**  
**sd/-**  
**Quaim Mohammad Syed**  
**Managing Director**  
**DIN: 03163591**

**Date:** August 26, 2023

**Place:** Mumbai

**Registered Office:****Exhicon Events Media Solutions Limited**

(CIN: U74990MH2010PLC208218)

103, Crystal Paradise, DS Road,

Off Veera Desai Road, Andheri (W)

Mumbai – 400053, Maharashtra

Contact No: +91 22 40036045/22 62361291

Website: <https://exhicongroup.com/>

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:****The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice****Item No 4:**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval of the members under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 150 Crores, as proposed in the Notice.

Accordingly, the Board of Directors of the Company recommends passing Special Resolution as set out in Item No 4 of the accompanying Notice.

None of the Directors, Key Managerial Personnel and / or their relatives are, in any way, concerned or interested financially or otherwise, in the above resolution.

**Item No 5:**

The Board of Directors of the Company ("Board") envisages requirements of funds in future. As per the provisions of Section 180(1)(c) of the Companies Act, 2013 ("Act"), the Board can borrow money subject to the condition that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed the aggregate, for the time being, of the paid-up share capital and free reserves, that is to say, reserves not set apart for any specific purpose and securities premium unless the Members have authorized the Board to borrow the monies up to some higher limits.

Hence, it is proposed to empower and authorize the Board to borrow money from any Bank(s), Financial Institutions (FIs), Mutual Funds(s), Non-Resident Indians (NRIs), Foreign Institutional Investors (FII's) or any other person/s or entity/ies etc., in excess of paid-up share capital and free reserves and securities premium of the Company from the existing limit to an amount not exceeding Rs. 150 Crore (Rupees One Hundred Fifty Crore Only) (including the money already borrowed by the Company) for the lending business purpose and general corporate purpose.

Accordingly, as per Section 180(1)(a) and 180(1)(c) and other applicable provisions of the Act, approval of the Members is being sought by way of passing Special Resolution. Hence, the Board recommends passing of the enabling Special Resolutions set out at item No 5 of the accompanying Notice.

None of the Directors, Key Managerial Personnel and / or their relatives are, in any way, concerned or interested financially or otherwise, in the above resolution.

**Item No 6:**

Pursuant to the provisions of Section 188, if and to the extent applicable, and other applicable provisions of the Act, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), all related party transactions beyond the thresholds mentioned in Rule 15(3)(a) require prior approval of the Members in general meeting.

Further, as per the provisions of Regulation 23(2) (4) of the SEBI (LODR), Regulation 2015, as amended from time to time, all related party transactions require prior approval of the Audit Committee and all material transactions with related parties require approval of the members of a public listed company through an Ordinary resolution and the related parties are required to abstain from voting on such resolution whether the entity is a related party to the particular transaction or not. The Board informs that currently there is no related party and no related party transaction in preceding Financial year, but looking to company's aggressive nature towards the growth, it is better to take prior approval of the shareholders.

Accordingly, as per the provisions of Section 188 and other applicable provisions of the Act, approval of the Members is being sought by way of passing Special Resolution. Hence, the Board recommends passing of the enabling *Special Resolutions* set out at item N<sup>o</sup> 6 of the accompanying Notice.

None of the Directors, Key Managerial Personnel and / or their relatives are, in any way, concerned or interested financially or otherwise, in the above resolution.

**Date:** August 26, 2023

**Place:** Mumbai

**Registered Office:****Exhicon Events Media Solutions Limited**

(CIN: U74990MH2010PLC208218)

103, Crystal Paradise, DS Road,

Off Veera Desai Road, Andheri (W)

Mumbai – 400053, Maharashtra

Contact No: +91 22 40036045/22 62361291

Website: <https://exhicongroup.com/>

**By Order of the Board of Directors  
sd/-**

**Quaim Mohammad Syed**

**Managing Director**

**DIN: 03163591**

**Additional information on Director recommended for re-appointment in the Annual General Meeting in pursuance of Regulation 36 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations') and Secretarial Standard-2 issued by the Institute of Company Secretaries of India:**

<b>Name of the Director</b>	Quaim Mohammad Syed
<b>DIN</b>	03163591
<b>Date of Birth (Age)</b>	August 20, 1972
<b>Nationality</b>	Indian
<b>Date of First Appointment</b>	September 26, 2010
<b>Qualification</b>	Diploma in Electrical Engineering from Himalayan Garhwal University
<b>Experience (including expertise in specific functional area) / Brief Resume</b>	He is the Founder of Imamia Chamber of Commerce and Industry, Managing Director of Worldwide Exhibitions Agency Asia Limited- Hong Kong and Editor in Chief of Trade Fair Times. He has served as Executive President at Imamia Chamber of Commerce and Industry, Chair of ICCI at Empretec Program of United Nations Conference on Trade Development (UNCTAD), Convener of Maharashtra at Indian Industries Association (IIA) and recently co-founded 'Exhibition Organisers Council of India. Mr. Syed has been conferred with many awards including Maeshat Media Awards, Realty Icon awards 2022, Appreciation award for promotion of Entrepreneurship in Imamia Youth community by Imamia Chamber of Community & Industry.
<b>Terms &amp; Conditions of Re-appointment</b>	Managing Director, liable to retire by rotation
<b>Relationship with other Directors/ Key Managerial Personnel of the Company</b>	Spouse of Ms. Nisha Quaim Syed, Director of the Company.
<b>Number of Meetings of the Board attended during the financial year 2022-23</b>	13
<b>Shareholding in the Company as on March 31, 2023 including shareholding as a beneficial owner.</b>	8,30,908

<b>Remuneration proposed to be paid</b>	As per existing approved terms of appointment
<b>Remuneration last drawn (FY 2022-23)</b>	Rs. 149,94,00
<b>List of Directorships in other Companies</b>	1.Paruhang Construction And Suppliers Private Limited 2.Council Of Indian Exhibition Organisers 3.Imamia Chamber of Commerce and Industry
<b>Names of Listed Entities in which the Director also holds the Directorship and the membership of Committees of the Board as on March 31, 2023</b>	None
<b>List of Chairmanship or membership of various Committees in others public Companies (includes only Audit Committee and Stakeholders Relationship Committee) as on March 31, 2023</b>	None
<b>Listed entities from which the Director has resigned in the past three years</b>	None

**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]**

Name of the Member(s)		
Registered Address		
E-mail Id:	Folio No / Client ID:	DP ID:
Name:	E-mail Id:	
Address:		
Signature, or failing him		

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the 13th Annual General Meeting of the Company, to be held on \_\_\_ day, September \_\_, 2023 at the registered office of the Company at \_\_\_\_\_, Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No	Resolution(s)	I/ we Assent to the Resolution (FOR)	I /we dissent to the Resolution (AGAINST)
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of the Auditors thereon.		
2.	To declare Final Dividend of Rs. 1/- (Rupees One Only) per equity share for the financial year ended March 31, 2023.		
3.	To appoint a director in place of Mr. Quaim Mohammad Syed (DIN: 03163591), who retires by rotation and, being eligible, offers himself for the re-appointment.		
4.	To grant loans, or give guarantees and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in Section 186 of The Companies Act 2013		

Item No	Resolution(s)	I/ we Assent to the Resolution (FOR)	I /we dissent to the Resolution (AGAINST)
5.	To increase the limits of borrowing by the Board of Directors of the Company under Section 180(1) (c) of The Companies Act, 2013		
6.	Approval for the Related Party Transactions		

Affix Revenue Stamps

Signed this \_\_\_\_ day of \_\_\_\_ 2023

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder \_\_\_\_\_

Signature of the shareholder across Revenue Stamp

**Note:**

1.This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before

## ATTENDANCE SLIP

**Full name of the member's attending:**

(In block capitals)

**Ledger Folio No/Client ID No No:**

**No Shares held:**

**Name of Proxy:**

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 13th Annual General Meeting of the Exhicon Events Media Solutions Limited at \_\_\_\_\_,  
Maharashtra on \_\_\_\_day, September \_\_, 2023 at 09:30 AM.

Member/ Proxy Signature

**Note:**

- 1.Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2.In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3.The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

**Form No MGT-12  
 Polling Paper**
**[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]**
**Name of the Company:** Exhicon Events Media Solutions Limited

**Registered Office:** 103, Crystal Paradise, DS Road, off Veera Desai Road, Andheri (W) Mumbai - 400053, Maharashtra

**CIN:** U74990MH2010PLC208

<b>BALLOT PAPER</b>		
<b>S.No</b>	<b>Particulars</b>	<b>Details</b>
1.	Name of the first named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered Folio No/ *Client ID No (*applicable to investor holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

<b>Item No</b>	<b>Resolution(s)</b>	<b>I/ we Assent to the Resolution (FOR)</b>	<b>I /we dissent to the Resolution (AGAINST)</b>
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2023 together with the Report of the Auditors thereon.		
2.	To declare Final Dividend of Rs. 1/- (Rupees One Only) per equity share for the financial year ended March 31, 2023.		
3.	To appoint a director in place of Mr. Quaim Mohammad Syed (DIN: 03163591), who retires by rotation and, being eligible, offers himself for the re-appointment.		

Item No	Resolution(s)	I/ we Assent to the Resolution (FOR)	I /we dissent to the Resolution (AGAINST)
4.	To grant loans, or give guarantees and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in Section 186 of The Companies Act 2013.		
5.	To increase the limits of borrowing by the Board of Directors of the Company under Section 180(1) ©		
6.	Approval for the Related Party Transactions		

I hereby exercise my vote in respect of Ordinary/Special Resolutions numbered at below by recording my assent or dissent to the said resolutions in the following manner:

\_\_\_\_\_  
Signature of the shareholder (as per Company records)

Date:  
Place: Mumbai

## ROUTE MAP FOR VENUE OF THE 13<sup>TH</sup> ANNUAL GENERAL MEETING

**VENUE OF AGM:** The Raheja Classique Club,

**ADDRESS:** New Link Rd, Behind Infiniti Mall, Phase D, Shastri Nagar, Andheri West, Mumbai - 400053, Maharashtra



Important Note:

- 1. Landmark:** Infinity Mall
- 2. Nearest Metro Station:** Lower Oshiwara