

NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S. COLORCHIPS NEW MEDIA LIMITED WILL BE HELD ON WEDNESDAY, SEPTEMBER 30, 2020, AT 11:30 A.M. THROUGH VIDEO CONFERENCE ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") Facility TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business

1. To receive, consider and adopt the standalone financial statements as at March 31, 2020, along with the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Srinivasa Sudhish Ramabhotla, (DIN: 00027816) who retires by rotation and being eligible, offers himself for re-appointment.

**By order of the Board
for COLORCHIPS NEW MEDIA LIMITED**

SD/-

**SWATHI MANDAVA
COMPANY SECRETARY**

**September 04, 2020
Hyderabad**

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs has permitted all the Companies to hold their respective Annual General Meetings through video conferencing (VC) or other audio visual means (OAVM), without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars dated May 5, 2020 read with circulars dated April 8,

2020 and April 13, 2020, the 35th AGM of the Company is being held through VC/OAVM. Kfin Technologies Private Limited will be providing the facility for voting through remote e-voting, and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained at Note No. 19C below and is also available on the website of the Company at www.colorchipsindia.com.

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 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 the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional/Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to cssaradacertifications@gmail.com or cs@colorchipsindia.com with copy marked to evoting@karvy.com
4. The Register of Members and Transfer Books of the Company of the will be closed from Monday, the 23rd day of September, 2020 to Monday, the 30th day of September, 2020 (both days inclusive).

5. Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
6. The Securities and Exchange Board of India (SEBI) has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Transfer Agents for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the Electronic Clearing Service (ECS)/National Electronic Clearing Service (NECS)/Real Time Gross Settlement (RTGS)/Direct Credit, etc. As directed by SEBI, the Members holding shares in physical form are requested to submit particulars of their bank account along with the original cancelled cheque bearing the name of the Member to RTA/Company to update their Bank Account details. Members holding shares in demat form are requested to update their Bank Account details with their respective Depository Participant.
7. SEBI has decided that securities of listed companies can be transferred only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form.

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING ANNUAL REPORT

8. In Compliance with the MCA circulars and SEBI Circular dated 12th May, 2020 Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company, Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.colorchipsindia.com, website of the stock exchange i.e. www.bseindia.com and on the website of KFin Technologies Pvt Ltd at www.kfintech.com.
9. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
11. Members are requested to:
 - (a) intimate to RTA, changes, if any, in their registered addresses at an early date, in case of Shares held in physical form;
 - (b) intimate to the respective Depository Participant, changes, if any, in their registered addresses at an early date, in case of Shares held in dematerialized form;
 - (c) quote their folio numbers/Client ID/DP ID in all correspondence;
 - (d) Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names; and

- (e) register their Permanent Account Number (PAN) with their Depository Participants, in case of Shares held in dematerialised form and RTA/ Company, in case of Shares held in physical form, as directed by SEBI.
12. Non-Resident Indian Members are requested to inform Registrar and Share Transfer Agent of the Company in any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier.
13. The Notice of AGM along with the Annual Report 2019-20 is being sent to all the Members whose name appear in the Register of Members/List of Beneficial Owners received from the RTA as on 4th September, 2020 by electronic mode to those members whose email address is registered with the Company / RTA / Depositories.
14. The Annual Report of the Company circulated to the Members of the Company will be made available on the Company's website at www.colorchipsindia.com.
15. Members holding shares in physical mode and who have not updated their email addresses with the company are requested to update their email addresses by writing to the company at cs@colorchipsindia.com along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialised mode are requested to register or update their email addresses with the relevant Depository Participants.
16. The Company is pleased to provide the members the facility to vote on the items of business mentioned in the notice through electronic means in accordance with the provisions of section 108 of the Companies Act, 2013, read with relevant rules made thereunder and Regulation 44 of the SEBI (LODR) Regulations, 2015, as amended, and in this regard the Company has appointed Kfin Technologies Private Limited (Karvy) to provide e-voting facility to the members of the Company.
17. Subject to the receipt of requisite number of votes, the resolutions mentioned in the Notice shall be deemed to be passed at the Annual General Meeting of the Company. The result declared, along with the Scrutinizer's Report, will be placed on the Company's website after the result is declared by the Chairman or any other person authorized by the Chairman, and the same shall be communicated to BSE Ltd.
18. Mrs. Sarada Putcha, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinise the e-voting process in a fair and transparent manner.
- 19. PROCEDURE AND THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:**
- (a) In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44(1) of the Securities and Exchange Board of India (Listing Obligations and Dis-

closure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on all the Resolutions proposed to be considered at the 35th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the 35th Annual General Meeting (AGM) (“remote e-voting”) will be provided by (Karvy).

- (b) The Company has engaged the services of Kfin Technologies Private Limited (Karvy) as the Authorized Agency to provide e-voting facilities. The e-voting particulars are set out below:
- (c) EVENT (e-voting event number) USER ID
PASSWORD/ PIN
- (d) The e-voting facility will be available during the following voting period:
- (e) Commencement of e-voting: From 27th September, 2020 (09.00 AM onwards)
- (f) End of e-voting: Up to 29th September, 2020 (05.00 PM).
- (g) The e-voting shall not be allowed beyond the said date and time.
- (h) The cut-off date (i.e. the record date) for the purpose of e-voting is 23rd September, 2020.
- (i) Please read the procedure and instructions for e-voting given below before exercising the vote.
- (j) This communication forms an integral part of the Notice for the AGM scheduled to be held on 30th September, 2020, which is en-

closed herewith and is also made available on the website of the Company. Attention is invited to the statement on the accompanying notice that the Company is pleased to provide e-voting facility through Karvy for all shareholders of the Company to enable them to cast their votes electronically on the resolution mentioned in the Notice of the Annual General Meeting of the Company.

A. Procedure and instructions for e-voting:

- i) Open your web browser during the voting period and navigate to ‘<https://evoting.karvy.com>’.
- ii) Enter the login credentials (i.e., user-id & password). However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- iii) User ID: For Members holding shares in Demat Form:
 - a) For NSDL: 8 Character DP ID followed by 8 digits Client ID.
 - b) For CDSL: 16 digits Beneficiary ID / Client ID.
 - c) ID for Members holding shares in Physical Form: Event No. (EVENT) followed by Folio No. registered with the Company.
 - d) Password: Your unique password is sent through e-mail/printed on the covering letter.
 - e) Captcha: Enter the verification code i.e., please enter the letters and numbers in the exact way as they are displayed for security reasons.

- iv) After entering these details appropriately, click on “LOGIN”.
- v) You will now reach Password Change Menu wherein you are required to mandatorily change their password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc on first login. You may also enter a secret question of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.**
- vi) After changing password, you need to login again with the new credentials.
- vii) On successful login, the system will prompt to select the “Event” i.e. Colorchips New Media Limited.
- viii) On the voting page, enter the number of shares (which represents number of votes) as on the cut-off date under “FOR/AGAINST/ABSTAIN” against the resolution or alternatively you may partially enter any number in “FOR”, partially in “AGAINST” and partially in “ABSTAIN” but the total number in “FOR/AGAINST/ABSTAIN” taken together should not exceed your total shareholding.
- ix) You may then cast your vote by selecting an appropriate option and click on “Submit”. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify your vote. During the voting period,

Members can login any number of times till they have voted on the resolution.

- x) Once you have voted on the resolution, you will not be allowed to modify your vote.
- xi) Corporate/Institutional Members (Corporate / FIs / FII / Trust / Mutual Funds / Companies, etc) are additionally required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter, etc. together with the attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: cssaradacertifications@gmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format “Corporate Name_ Event No.”

B. Voting at e-AGM:

- i) Only those members/shareholders, who will be present in the e-AGM through video conferencing facility and have not cast their vote through remote e-voting & are otherwise not barred from doing so, are eligible to vote through e-voting in the e-AGM.
- ii) However, members who have voted through remote e-voting will be eligible to attend the e-AGM.
- iii) Members attending the e-AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
- iv) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

C. Instructions for members for attending the e-AGM:

- i) Members may attend the Meeting through VC/OAVM viz. Zoom App. at <https://zoom.us/j/6981417921?pwd=Wmo3MGYzeEIEdm9vYnlPaDNWLzFXQT09> by using the ID & Password as; 698 141 7921 and c9GMnp respectively through smart phone or laptop, connected through broadband.
- ii) While all efforts would be made to make the VC/ OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches
- iii) Members can login and join 15 (fifteen) minutes prior to the schedule time, join the meeting at scheduled time; window for joining shall be kept open till the expiry of 30 (Thirty) minutes after the schedule time; or the closing of the meeting, whichever is earlier.

D. General Instructions:

- i) The Board of Directors has appointed Mrs. Sarada Putcha, Practising Company Secretary (FCS No. 21717 CP No. 8735) as the Scrutinizer to the e-voting process and e-voting at the e-AGM in a fair and transparent manner.
- ii) The Chairman shall formally propose to the members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the thirty fifth AGM and announce the start of the casting of vote through the e-voting system of KFin.
- iii) The Scrutinizer shall, immediately after the conclusion of voting at the e-AGM, first

count the votes cast at the meeting, there-after unblock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company and make a consolidated Scrutinizer's report of the total votes cast in favour and against, if any, to the Chairman of the Company, who shall countersign the same.

- iv) The Scrutinizer shall submit his report to the Chairman of the Company, who shall declare the result of the voting.
- v) The results declared along with the scrutinizer's report shall be placed on the company's website www.colorchipsindia.com and on the website of KFin <https://.evoting.karvy.com> and shall also be communicated to the stock exchanges. The resolutions shall be deemed to be passed at the AGM of the Company.

20. The voting results declared along with the Scrutineer's Report will be placed on the company's website www.colorchipsindia.com and on the website of Kfin Technologies Private Limited immediately after the declaration of the result by the Chairman or a person authorized by the Chairman. The results will also be immediately forwarded to the BSE Ltd.

By order of the Board
FOR COLORCHIPS NEW MEDIA LIMITED

SD/-
SWATHI MANDAVA
COMPANY SECRETARY

September 04, 2020
Hyderabad

BRIEF PROFILE AND ADDITIONAL INFORMATION PURSUANT TO REGULATION 36 OF THE LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, ABOUT MR. SRINIVASA SUDHISH RAMABHOTLA, CHAIRMAN & MANAGING DIRECTOR, WHO IS BEING PROPOSED TO BE RE-APPOINTED IS FURNISHED BELOW:

Directors Identification Number(DIN)	00027816
Nationality	Indian
Date of birth	01 st October, 1967
Qualification	He is a Graduate in Law, Hon'ble Doctorate conferred by Burkes University, UK and Alumni of Harvard Business School, Boston, USA.
Experience and expertise	He has over 3 decades of experience in business management and strategy.
Date of first Appointment on the Board of the Company	01 st October, 2005
Shareholding in the Company	50,05,630
List of Directorship held in other companies	
Membership / Chairmanship in Committees of other companies as on date	Please refer Report on Corporate Governance
Relationships between Directors inter-se	Nil