



NOTICE IS HEREBY GIVEN THAT THE 11TH ANNUAL GENERAL MEETING ('AGM') OF THE MEMBERS OF INNOVATUS ENTERTAINMENT NETWORKS LIMITED WILL BE HELD ON FRIDAY, SEPTEMBER 29, 2023 AT 05:00 PM AT THE REGISTERED OFFICE OF THE COMPANY AT OFFICE NO. 407, CRESCENT ROYALE, OFF NEW LINK ROAD ANDHERI WEST NA MUMBAI - 400053, 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
2. To appoint a director in place of Mr. Sanjay Dattaram Khanvilkar (DIN: 03163591), who retires by rotation and, being eligible, offers himself for the re-appointment.

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

**Sanjay Dattaram Khanvilkar
Managing Director
DIN: 09746349**

Date: September 04, 2023

Place: Mumbai

Registered Office:

Innovatus Entertainment Networks Limited

(CIN: U74120MH2012PLC235621)

Office No. 407, Crescent Royale,

Off. New Link Road, Andheri (West)

Mumbai - 400053

Contact No: 7249654338

Website: www.innovatus.info



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 - Purva Sharegistry (India) Pvt. Ltd, 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai - 400011, 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 (23.09.2023 to 29.09.2023) (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 www.innovatus.info 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 www.innovatus.info 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 11th 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 22.09.2023.
- 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. 22.09.2023 may sending a request at cs@innovatus.info.
- 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 www.innovatus.info 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/-

Sanjay Dattaram Khanvilkar

Managing Director

DIN: 09746349

Date: September 04, 2023

Place: Mumbai

Registered Office:

Innovatus Entertainment Networks Limited

(CIN: U74120MH2012PLC235621)

Office No. 407, Crescent Royale,

Off. New Link Road, Andheri (West)

Mumbai - 400053

Contact No: 7249654338

Website: www.innovatus.info



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:

Name of the Director	Sanjay Dattaram Khanvilkar
DIN	09746349
Date of Birth (Age)	April 18, 1976
Nationality	Indian
Date of First Appointment	September 23, 2022
Designation	Managing Director
Qualification	Bachelor of Arts from University of Mumbai
Experience (including expertise in specific functional area) / Brief Resume	He is having over a decade of experience of marketing and exhibitions. Prior to joining our company, he was working in advertising industry. He takes care of day to day business of our Company and executes the strategy as per the approval of our Board of Directors.
Terms & Conditions of Re-appointment	Managing Director, liable to retire by rotation
Relationship with other Directors / Key Managerial Personnel of the Company	NA
Shareholding in the Company as on March 31, 2023 including shareholding as a beneficial owner.	4,02,000
Remuneration proposed to be paid	As per existing approved terms of appointment
Remuneration last drawn (FY 2022-23)	1,75,000
List of Directorships in other Companies	None
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	None
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	None
Listed entities from which the Director has resigned in the past three years	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 11th 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.		
2	To appoint a director in place of Mr. Sanjay Dattaram Khanvilkar (DIN: 09746349), who retires by rotation and, being eligible, offers himself for the re-appointment.		

Applicable for investors holding shares in electronic form.

Signed this ___ day of ___ 2023

Signature of Shareholder _____

Signature of Proxy holder _____

Signature of the shareholder across Revenue Stamp

**Affix Revenue
Stamps**

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 the commencement of the Meeting.
2. The proxy need not be a member of the Company.



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 11th Annual General Meeting of the Innovatus Entertainment Networks Limited at _____, Maharashtra on Friday, September 29, 2023 at 05:00 PM.

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: Innovatus Entertainment Networks Limited
Registered Office: 407, Crescent Royale, Off New Link Road, Andheri, West, Mumbai - 400053
CIN: U74120MH2012PLC235621

BALLOT PAPER

S. No.	Particulars	Details
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

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		
2	To appoint a director in place of Mr. Sanjay Dattaram Khanvilkar (DIN: 09746349), who retires by rotation and, being eligible, offers himself for the re-appointment.		

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:

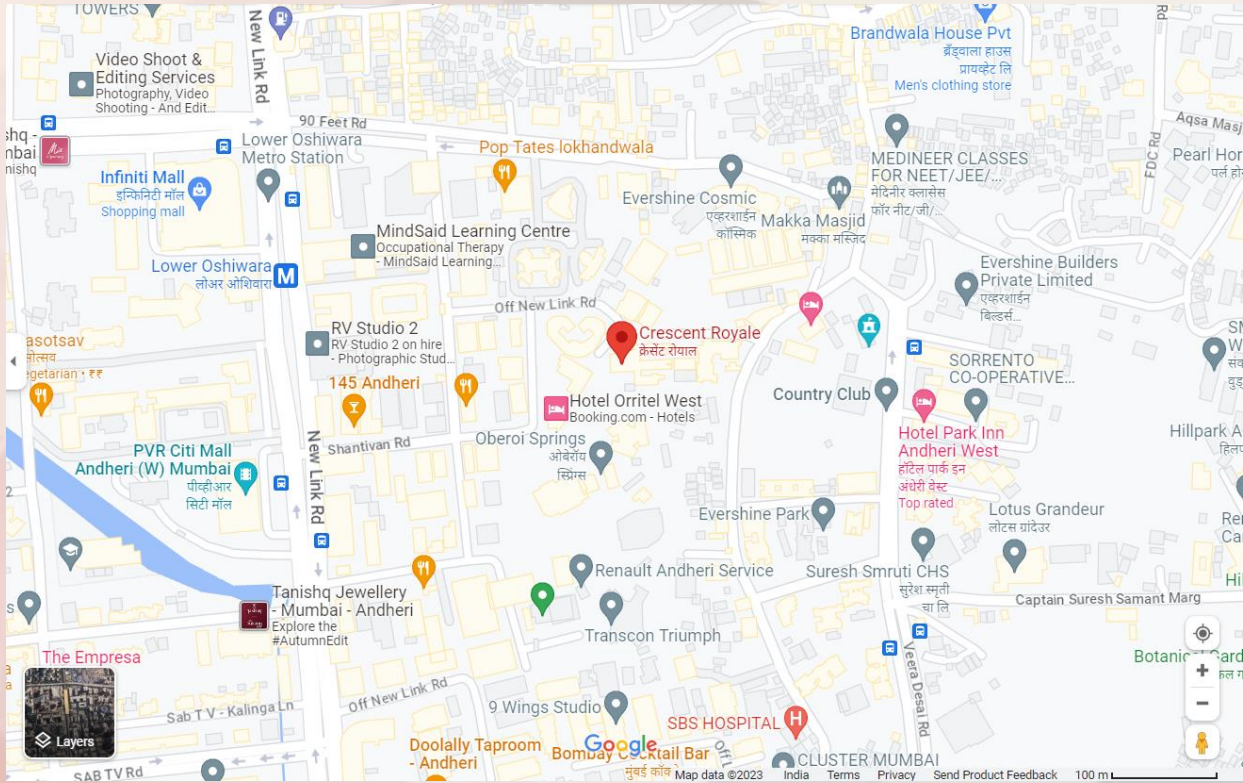
Signature of the shareholder (as per Company records)

Date:

Place: Mumbai



ROUTE MAP FOR VENUE OF THE 11TH ANNUAL GENERAL MEETING
Venue of AGM: 407, Crescent Royale, Off New Link Road, Andheri, West, Mumbai – 400053



Important Note:

- 1. Landmark: Crescent Royale**
- 2. Nearest Metro Station: Lower Oshiwara (Metro Station)**