



To,  
Department of Corporate Services,  
BSE Limited, P.J. Towers,  
Dalal Street, Mumbai – 400 001

Date : September 14, 2024

**Subject : Addendum to the Notice of the 41st AGM of the Members of the Company**

**Scrip Code: 502893**

Dear Sir/ Ma'am,

This is further to our letter dated September 03, 2024, regarding Notice of the 41<sup>st</sup> AGM ('AGM Notice') of the Company. Subsequent to the issuance of the AGM Notice, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Ms. Namita Kunal Ghayal (DIN: 10584740) for the office of a Director of the Company. Accordingly, the proposal for appointment of Ms. Namita Kunal Ghayal as an Independent Director of the Company shall be taken up for consideration by the Members of the Company at the 41st AGM as a part of Special Business, in the form of a Special Resolution as item no. 3. We are enclosing herewith Addendum to the Notice of the 41st AGM of the Members of the Company to be held on Friday, September 27, 2024 at 1:30 P.M. (IST) through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

This Addendum shall be deemed to be an integral part of the Original Notice dated August 30, 2024 and the notes provided therein. In compliance with the applicable Circulars issued by MCA and SEBI, the Addendum to the Notice is being sent only through electronic mode to those Members whose email IDs are registered with the Company/ Depositories. The Addendum to the Notice of AGM is also available on the website of the Company.

Request you to kindly take the above intimation on record.

For UNITED INTERACTIVE LIMITED



Nilesh Amrutkar  
Company Secretary

**UNITED INTERACTIVE LIMITED**

602, Maker Bhavan No. III, 21, New Marine Lines, Mumbai - 400 020. Tel No. 22013736 Fax No. 40023307  
www.unitedinteractive.in CIN NO: L72900MH1983PLC030920 E-mail : investors@unitedinteractive.in

## UNITED INTERACTIVE LIMITED

(CIN: L72900MH1983PLC030920)

Regd. Address: 602, Maker Bhavan III, New Marine Lines, Mumbai-20

Tel No.: 022-22013736 Fax :022 4002 3307

Email: [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in)

Website :[www.unitedinteractive.in](http://www.unitedinteractive.in)

14<sup>th</sup> SEPTEMBER, 2024

Dear Shareholder,

### **ADDENDUM TO THE NOTICE OF THE 41<sup>st</sup> ANNUAL GENERAL MEETING**

Addendum to the Notice of the 41<sup>st</sup> Annual General Meeting (AGM) of the Members of UNITED INTERACTIVE LIMITED to be held on Friday, September 27, 2024 at 1:30 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

Pursuant to the provisions of Section 160 of the Companies Act, 2013 (‘Act’) read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Notice is hereby given that the Company has received a Notice dated 12<sup>th</sup> September 2024 of the intention of a Member signifying candidature of Ms. Namita Kunal Ghayal (DIN: 10584740) for the office of Director of the Company.

Accordingly, pursuant to the provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the item of special business w.r.t. appointment of Ms. Namita Kunal Ghayal as an Independent Director of the Company will be taken up for consideration by the Members at the ensuing 41<sup>st</sup> Annual General Meeting (AGM) of the Company scheduled to be held on Friday, September 27, 2024 at 1:30 P.M. (IST) through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”).

As the Notice from the Member pursuant to Section 160 of the Act was received subsequent to issue of Notice of the 41<sup>st</sup> AGM to the Members on September, 03, 2024, an Addendum to the 41<sup>st</sup> AGM Notice dated 30<sup>th</sup> August 2024, is being circulated electronically to the Members to whom Notice of the 41<sup>st</sup> AGM has been sent, in terms of the provisions of the Companies Act, 2013 and SEBI Listing Regulations. This Addendum shall be deemed to be an integral part of the original Notice dated August 30, 2024 and the notes provided therein.

The aforesaid proposal for appointment of Ms. Namita Kunal Ghayal as an Independent Director would be included in the remote e-voting facility commencing on Tuesday the 24th September, 2024 at 9:00 a.m. (IST) and shall end on Thursday the 26th September, 2024 at 05:00 P.M. (IST) and in the e-voting during the AGM.

## UNITED INTERACTIVE LIMITED

(CIN: L72900MH1983PLC030920)

Regd. Address: 602, Maker Bhavan III, New Marine Lines, Mumbai-20

Tel No.: 022-22013736 Fax :022 4002 3307

Email: [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in)

Website :[www.unitedinteractive.in](http://www.unitedinteractive.in)

The proposal for appointment of Ms. Namita Kunal Ghayal to the Office of Director will be taken up for consideration by the Members of the Company in the 41st AGM as a part of Special Business, in the form of a Special Resolution as item no. 3, as set forth below :

### **SPECIAL BUSINESS:**

**Item No. 3:** To appoint Ms. Namita Kunal Ghayal (DIN: 10584740) as an Independent Director of the Company.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), in accordance with the provisions of Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, Ms. Namita Kunal Ghayal (DIN: 10584740), who was appointed as an Additional Director (Category: Non-Executive Independent) of the Company by the Board of Directors and who holds office till the conclusion of this 41st Annual General Meeting (AGM) in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of 5 yrs, commencing from September 13, 2024 .

**RESOLVED FURTHER THAT** any Director or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for appointment of Ms. Namita Kunal Ghayal (DIN: 10584740), as a Non-Executive Independent Director of the Company.”

For **UNITED INTERACTIVE LIMITED**

Nilesh Amrutkar  
Company Secretary & Compliance Officer

Date : 14<sup>th</sup> Sept 2024 , Mumbai

## **UNITED INTERACTIVE LIMITED**

(CIN: L72900MH1983PLC030920)

Regd. Address: 602, Maker Bhavan III, New Marine Lines, Mumbai-20

Tel No.: 022-22013736 Fax :022 4002 3307

Email: [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in)

Website :[www.unitedinteractive.in](http://www.unitedinteractive.in)

### **Notes :**

1. The explanatory statement pursuant to Section 102(1) of the Act and other applicable provisions, which sets out details relating to the proposed Special Business above to be transacted at the AGM, which is considered to be unavoidable by the Board of Directors of the Company, is annexed hereto.

2. In compliance with the applicable MCA Circulars and SEBI Circulars with respect to virtual meetings & E-voting, Addendum to the Notice of the AGM is being sent only through electronic mode to those Members to whom the Notice dated 30<sup>th</sup> August 2024 were sent on the email ids as available with the Company/ Depositories/RTA on September 03, 2024.

3. Members may note that the Addendum to the Notice of AGM will also be available on the Company's website and websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively, and on the website of RTA

4. Relevant documents referred to in this Addendum to Notice of AGM are available electronically for inspection without any fees by the Members from the date of circulation of this Notice up to the date of the AGM. Members who wish to seek inspection, may send their request through an email at [cs@Unitedinteractive.co.in](mailto:cs@Unitedinteractive.co.in)

5. Information required under Regulation 36(3) of SEBI Listing Regulations and Para 1.2.5 of Secretarial Standard - 2 on General Meetings issued by ICSI, in respect of Director seeking appointment at the AGM is furnished as annexure to this Addendum to Notice of AGM. The Director has furnished consent/declarations for her appointment as required under the Act and rules made thereunder as well as SEBI Listing Regulations.

6. All the processes, notes and instructions relating to remote e-voting and e-voting during the 41st AGM as well as the process of attending the 41st AGM through VC/OAVM as set out in the 41st AGM Notice dated August 30, 2024, shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice. Furthermore, the Scrutinizers appointed for the ensuing 41st AGM will act as Scrutinizers for the Resolution proposed in this Addendum to the Notice of 41<sup>st</sup> AGM.

**For UNITED INTERACTIVE LIMITED**

**Nilesh Amrutkar**

**Company Secretary & Compliance Officer**

**Date : 14<sup>th</sup> Sept 2024 , Mumbai**

## **UNITED INTERACTIVE LIMITED**

(CIN: L72900MH1983PLC030920)

Regd. Address: 602, Maker Bhavan III, New Marine Lines, Mumbai-20

Tel No.: 022-22013736 Fax :022 4002 3307

Email: [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in)

Website :[www.unitedinteractive.in](http://www.unitedinteractive.in)

### **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

#### **Item No. 3: To appoint Ms. Namita Kunal Ghayal (DIN: 10584740) as an Independent Director of the Company.**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company through resolution passed by circulation on Sept 13, 2024, appointed Ms. Namita Kunal Ghayal (DIN: 10584740), as an Additional Director (Category: Non-Executive & Independent) of the Company w.e.f. Sept 13, 2024.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”), Ms. Namita Kunal Ghayal (DIN: 10584740), as an Additional Director (Category: Non-Executive & Independent) of the holds office as an Additional Director till the date of the ensuing 41<sup>st</sup> Annual General Meeting (AGM) scheduled on September 27, 2024.

Further, pursuant to the provisions of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company is required to obtain approval of shareholders for the appointment of an Independent Director at the next general meeting or within a time period of 3 (three) months from the date of appointment, whichever is earlier.

The Company has received a notice in writing pursuant to Section 160 of the Act from a Member signifying intention to propose the candidature of Ms. Namita Kunal Ghayal (DIN: 10584740), as an Additional Director (Category: Non-Executive & Independent) of the as an Independent Director of the Company.

Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company through resolution passed by circulation on Sept 13, 2024, recommended the appointment of Ms. Namita Kunal Ghayal as an Independent Director on the Board of the Company, not liable to retire by rotation, for a 5 yrs term commencing from the date of Board’s approval i.e. Sept 13, 2024.

Ms. Namita Kunal Ghayal is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has received the consent and requisite declarations from her as per the provisions of the Act and SEBI Listing Regulations including the declaration that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16 of the SEBI Listing Regulations. Further, in terms of Regulation 25(8) of SEBI Listing Regulations, she has also confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Further, she is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority.

## **UNITED INTERACTIVE LIMITED**

(CIN: L72900MH1983PLC030920)

Regd. Address: 602, Maker Bhavan III, New Marine Lines, Mumbai-20

Tel No.: 022-22013736 Fax :022 4002 3307

Email: [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in)

Website :[www.unitedinteractive.in](http://www.unitedinteractive.in)

In the opinion of the Board, Ms. Namita Kunal Ghayal fulfils the conditions for her appointment as an Independent Director, as specified in the Companies Act, 2013 and SEBI Listing Regulations and is independent of the management, and has the integrity, expertise, experience and proficiency for her appointment as an Independent Director.

The Board considers that Ms. Namita Kunal Ghayal possesses the required skills, knowledge, and experience, the appointment of her as an Independent Director of the Company will be in the interest of the Company. Hence, the Board recommends appointment of Ms. Namita Kunal Ghayal as an Independent Director of the Company, not liable to retire by rotation, for a 5 yrs term commencing from the date of Board's approval i.e. Sept 13 , 2024 .

Accordingly, the Board recommends the resolution as set out at Item No. 3 of this Addendum to the 41st AGM Notice for approval of the Members of the Company as a Special Resolution.

The copy of draft letter of appointment of Ms. Namita Kunal Ghayal setting out the terms and conditions of her appointment is available electronically for inspection by the Members. The same is also available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till the date of AGM.

Pursuant to Regulation 36(3) of SEBI Listing Regulations and Para 1.2.5 of Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), requisite particulars of Ms. Namita Kunal Ghayal including her profile and specific areas of expertise are given in this Addendum to the AGM Notice as "**Annexure 1**".

Except Ms. Namita Kunal Ghayal and her relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

**For UNITED INTERACTIVE LIMITED**

**Nilesh Amrutkar**

**Company Secretary & Compliance Officer**

**Date : 14<sup>th</sup> Sept 2024 , Mumbai**

## UNITED INTERACTIVE LIMITED

(CIN: L72900MH1983PLC030920)

Regd. Address: 602, Maker Bhavan III, New Marine Lines, Mumbai-20

Tel No.: 022-22013736 Fax :022 4002 3307

Email: [investors@unitedinteractive.in](mailto:investors@unitedinteractive.in)

Website :www.unitedinteractive.in

### ANNEXURE-I TO THE NOTICE

In accordance with Secretarial standard (SS-2), Other details of Directors seeking appointment/reappointment are as under:

Particulars	Namita Kunal Ghayal (DIN: 10584740)
Age	40 yrs
Qualifications	MBS-Finance, M.Com (Cost Accounting)
Experience	Intellectual Property Rights, MIS & Audit
Terms and conditions of appointment/ reappointment	Independent Director
Directorship in other Companies	<ul style="list-style-type: none"><li>HIV AIDS AWARENESS AND PREVENTION FOUNDATION</li><li>LEXKARE AUS CORPORATE SERVICES PRIVATE LIMITED</li><li>LEXKARE LEGAL SERVICES PRIVATE LIMITED</li></ul>
Date of first Appointment on the Board	September 13, 2024
No. of Meetings of the Board attended during the year	NIL
Chairmanship/ Membership of Board Committees of the other Companies	NIL
Shareholding in the Company	NIL
Remuneration drawn	NIL
Remuneration sought to be paid (₹)	NIL (Sitting fees only )
Relation with any Director, Manager and other Key Managerial Personnel of the Company	NIL