

# EGM NOTICE DATED 05<sup>TH</sup> MARCH 2025



## Contents:

- 
- Notice
  - Explanatory Statement
  - Notes
  - Annexure to Explanatory Statement
  - Annexure - Valuation Report
-

## NOTICE

**NOTICE IS HEREBY GIVEN THAT AN EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY, M/S.COLORCHIPS NEW MEDIA LIMITED BEARING CIN: L74110TG1985PLC051404 WILL BE HELD AT 10:00 AM ON WEDNESDAY, THE 5<sup>TH</sup> DAY OF MARCH 2025 THROUGH VIDEO CONFERENCE ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") FACILITY TO TRANSACT THE FOLLOWING BUSINESS:**

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### **Special Business:**

#### **Item No 1. Change in the Name Clause of the Company:**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **“Special Resolution”**:

**"RESOLVED THAT** pursuant to the provisions of **Section 13(2)** of the **Companies Act, 2013**, (including any statutory modification or re-enactment thereof, for the time being in force),The provisions of the Memorandum and Articles of Association of the Company and SEBI [LODR] Regulations, 2015 and subject to approval from the **Central Government**, the **Registrar of Companies (RoC)**, Telangana, and any approvals , consents, permissions and sanctions required, if any from any appropriate Authority and subject to such terms , conditions, amendments or modifications as ,may be required or suggested by statutory authorities, the consent of the Members be and is hereby accorded to change the name of the Company from **COLORCHIPS NEW MEDIA LIMITED** to **COLORCHIPS - VARCAS SOLUTIONS LIMITED**, or any other name as may be approved by the statutory authorities, whether under the Companies Act, 2013 or any other rules , laws, acts, statutes or regulations as may be applicable to the company .

**RESOLVED FURTHER THAT** the **Name Clause (Clause I)** of the **Memorandum of Association (MOA)** of the Company be and is hereby altered by substituting the existing name of the Company with the new name **“COLORCHIPS - VARCAS SOLUTIONS LIMITED”**, subject to the approval from the **Registrar of Companies (RoC)** or any other name suggested by the Directors based on its availability. The said alteration shall be affected by the Board of Directors of the Company in the manner as deemed fit, subject to compliance with all applicable laws and regulations.

**RESOLVED FURTHER THAT** in terms of **Section 14** of the **Companies Act, 2013**, the **Articles of Association (AOA)** of the Company be and is hereby altered by deleting the existing name of the Company wherever it appears and substituting it with the new name **“COLORCHIPS - VARCAS SOLUTIONS LIMITED”**, subject to the approval from the **Registrar of Companies (RoC)** or any other name suggested by the Directors based on its availability, and the Board of Directors of the Company is hereby authorized to do all acts, deeds, and things necessary to give effect to the said alteration.

**RESOLVED FURTHER THAT** the **Board of Directors** or any one of the **Directors** or the **Company Secretary** of the Company be and is hereby authorized to file the necessary documents, applications, forms, and returns with the **Registrar of Companies (RoC)** and other authorities as required, and to take all actions as may be necessary to give effect to the change of name, including making all necessary filings, amendments, and approvals to complete the legal formalities for the name change and alteration of the MOA and AOA, and to do all such acts,

deeds, matters, and things as they may consider necessary or expedient for the purpose of implementing the resolutions passed herein.

**RESOLVED FURTHER THAT** any of the **Directors** or the **Company Secretary** of the Company be and is hereby authorized to do all acts, deeds, matters, and things as may be necessary, proper, or desirable to give effect to the above resolutions, including the signing of documents, execution of applications, and filing of returns with the Registrar of Companies, and to comply with all applicable provisions of the **Companies Act, 2013** and any other regulatory authorities.

**RESOLVED FURTHER THAT** the **Board of Directors** be and is hereby authorized to take all necessary actions, make necessary amendments, and complete the filings to reflect the new name in all legal, financial, and official documents of the Company, and to update the name in the **MoA** and **AoA** as per the requirements of law."

**Item No 2. Change in Object Clause of the Company:**

To consider and, if thought fit, to pass with or without modification, the following resolution as a "**Special Resolution**":

"**RESOLVED THAT** pursuant to the provisions of **Sections 13** and all other applicable provisions of the **Companies Act, 2013**, (including any amendment or re-enactment thereof for the time being in force), and the applicable rules made thereunder, and subject to the approval of the **Registrar of Companies (RoC)**, the **Central Government**, and any other regulatory authorities as may be required, the consent of the members of the Company be and is hereby accorded to **append the following sub-clause (2)** after sub-clause (1) of **Clause III (A)** of the **Memorandum of Association** of the Company, as follows:

- i. To carry on the business of manufacturing, creating, assembling, fabricating, retrofitting, purchasing, selling, trading, distributing, exporting, importing, exchanging, and dealing with all kinds of electric vehicles, including but not limited to electric cars, electric rickshaws, carts, vans, cycles, scooters, buses, and other battery-powered and electric vehicles.
- ii. To make, assemble, fabricate, buying, trade, sell, or distribute, exchange, export, import, and deal in all types of vehicles that are propelled or assisted by electric power in some way, whether it be partially or fully, on land, at sea, in the air, or in any combination of these.
- iii. To engage in designing and developing electric vehicles, including cars, buses, trucks, scooters, and bikes, includes creating innovative and efficient vehicle architectures, powertrains, battery systems, and software.
- iv. To carry in the activity of setting up production facilities to manufacture electric vehicles, includes assembly lines, quality control processes, and sourcing raw materials for vehicle components.
- v. To carry on the Research and Innovation by way of investing in research and development to improve EV technology, increase battery efficiency, extend driving range, and enhance overall performance, includes exploring new charging technologies, battery chemistries, and vehicle to-grid integration.

- vi. To carry on the business of providing charging infrastructure by way of collaborating with other stakeholders and to support the widespread adoption of electric vehicles, includes charging stations for public, private, and commercial use.
- vii. To own, operate, supervise, lease, franchise outlets, stores, and showrooms to sell, buy, trade, export, import, service, repair, maintain, and exchange all varieties of electric vehicles and to carry on the business of marketing, selling, and distributing electric vehicles through dealerships or directly to consumers.
- viii. To create service centers, complete with support facilities and partnerships with regional vendors, in order to offer customer service, warranty support, and maintenance services for electric vehicles.
- ix. To carry on the activity of engaging with governments and other partners to promote EV adoption, advocate for favourable policies, and incentivize electric mobility.
- x. To carry on the activity of conducting public awareness campaigns, seminars, roadshows and advertisements to educate consumers, dealers, and the general public relating to the benefits, schemes, initiatives, technologies and environmental impact of electric vehicles and sustainable transportation.
- xi. To carry on the business of Importing, exporting and dealing in all types of electric vehicles, EV components, and related technologies to and from international markets.
- xii. To carry on any other business which are necessary for furtherance of the objects specified in this clause.

**RESOLVED FURTHER THAT** the **Board of Directors** of the Company be and is hereby authorized to do all acts, deeds, matters, and things as may be necessary, proper, or desirable to give effect to this resolution, including but not limited to making necessary filings with the **Registrar of Companies (RoC)** and any other applicable authorities, and to execute all such documents, applications, or returns as required to implement the changes to the **Memorandum of Association**.

**RESOLVED FURTHER THAT** any one of the **Directors** or the **Company Secretary** of the Company be and is hereby authorized to sign, execute, and file any necessary forms, applications, documents, and returns, with the **Registrar of Companies (RoC)** and any other relevant authorities, to give effect to the above resolution and comply with the requirements under the **Companies Act, 2013** and any other applicable laws."

**Item No 3. Acquisition of 51% stake in VARCAS EV SOLUTIONS PRIVATE LIMITED:**

To consider and, if thought fit, to pass with or without modification, the following resolution as a "**Special Resolution**":

"**RESOLVED THAT** pursuant to the provisions of Section 179, Section 186, and other applicable provisions of the Companies Act, 2013, and subject to necessary approvals from the regulatory authorities including but not limited to the Reserve Bank of India (RBI), Securities and Exchange Board of India (SEBI), and any other statutory or regulatory body, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to acquire, by way of **preferential allotment**, a majority stake **51%** in **Varcas EV**

**Solutions Private Limited**, a private limited company belonging to the Promoter group, at a price derived , on such terms and conditions as the Board may deem fit, in compliance with applicable Valuation Regulations, and thereby resulting in **Colorchips New Media Limited** becoming the controlling shareholder (Holding Company) of **Varcas EV Solutions Private Limited**.

**RESOLVED FURTHER THAT** the acquisition of the majority stake in **Varcas EV Solutions Private Limited** is subject to the following:

1. **Preferential Allotment:** The Board is hereby authorized to negotiate and finalize the terms of the preferential allotment, including the number of shares to be acquired, the price per share, and the timing of the allotment, as per the relevant provisions of the Companies Act, 2013 and applicable laws.
2. **Regulatory Approvals:** The acquisition shall be subject to the receipt of necessary approvals, if required, from any government or regulatory authority, including but not limited to approvals under the Foreign Exchange Management Act (FEMA) and any other laws governing the transfer of shares and control in a company.
3. **Control and Ownership:** Upon the completion of the preferential allotment, **Colorchips New Media Limited** shall hold 51% of the equity share capital of **Varcas EV Solutions Private Limited**, thereby becoming the controlling shareholder of the said company.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such actions as may be necessary to implement the acquisition, including the signing and execution of all documents, agreements, and applications related to the preferential allotment and the acquisition process.

**RESOLVED FURTHER THAT** any one of the Directors or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as deemed necessary, proper, or desirable, including the execution of all necessary documents, filings, and returns, and to represent the Company before any regulatory authority to give effect to this resolution.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to delegate any of the above powers to any committee, officer, or representative of the Company, as may be deemed necessary, to carry out the transactions and formalities in connection with the acquisition of the majority stake in **Varcas EV Solutions Private Limited**."

**Item No 4. To approve the issuance of equity shares to the proposed allottees on Preferential basis.:**

To consider and, if thought fit, to pass with or without modification, the following resolution as a "Special Resolution":

"**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the **Companies Act, 2013** (the "Act"), as amended, the **Companies (Prospectus and Allotment of Securities) Rules, 2014**, the **Companies (Share Capital and Debentures) Rules, 2014**, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the **Securities and Exchange Board of India (Issue of Capital and Disclosure**

**Requirements) Regulations, 2018** (the "SEBI ICDR Regulations"), and the **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** (the "SEBI Listing Regulations"), the **listing agreements** entered into by the Company with the **BSE Limited**, and subject to any other applicable laws, rules, regulations, notifications, and guidelines issued by the Ministry of Corporate Affairs (MCA), the Reserve Bank of India (RBI), the Securities and Exchange Board of India (SEBI), or any other competent authority (hereinafter referred to as the "Applicable Regulatory Authorities"), as may be applicable, and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, consents, permissions, and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors to issue, offer, and allot **10,00,000 (Ten Lakhs) fully paid-up equity shares** of the Company having a face value of **Rs. 10/-** (Rupees Ten Only) each at a price of **Rs.30.20** [Thirty Rupees Twenty Paise only] per equity share (including a premium of **Rs. 20.20** per share) to the proposed allottee(s) (hereinafter referred to as the "Investors" or "Allottees") by way of a preferential issue (the "Preferential Issue") on such terms and conditions as may be determined by the Board in accordance with the provisions of the **Companies Act, 2013**, the **SEBI ICDR Regulations**, and other applicable laws.

Sr. No.	Name of Proposed Allottees	Category	Maximum No. of Shares to be Allotted	Subscription Amount up to (in Rupees)
1	Srinivasa Sudhish Ramabhotla	Individual (Promoter)	10,00,000	3,02,00,000

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the **Relevant Date** for determining the floor price for the preferential issue of equity shares is **3<sup>rd</sup> February 2025**, being the date 30 days prior to the date of this Extra-Ordinary General Meeting.

**RESOLVED FURTHER THAT** the issue of equity shares shall be subject to the following terms and conditions:

- Listing and Trading:** The equity shares to be issued shall be listed and traded on the **BSE Limited**, subject to necessary approvals.
- Pari-passu:** The equity shares will be fully paid up and will rank **pari-passu** with the existing equity shares in all respects (including dividend, voting rights, etc.) from the date of allotment.
- Lock-in Period:** The equity shares issued on preferential basis will be subject to a lock-in period as specified under the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of six months from the date of trading approval, as per the SEBI ICDR Regulations.
- Consideration:** The investors must bring in the entire consideration for the equity shares to be allotted on or before the date of allotment. If any investor does not apply fully, the company will allot shares up to the extent of the applications received.
- Payment:** The payment for the equity shares must be made from the bank accounts of the investor.
- Dematerialized Form:** The equity shares will be allotted in dematerialized form within 15 days from the date of passing this resolution, subject to receipt of necessary approvals.

7. **Approvals and Conditions:** The issue shall be completed in compliance with the SEBI ICDR Regulations, the SEBI Listing Regulations, and other relevant laws.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to accept any modification(s) to the terms of the preferential issue, subject to the provisions of the Act and the SEBI ICDR Regulations, without requiring further shareholder approval.

**RESOLVED FURTHER THAT** the monies received by the Company from the investors for the application of the equity shares shall be kept in a separate bank account and used solely for the purpose of the allotment of the securities or for repayment if securities cannot be allotted.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all actions, execute necessary documents, enter into agreements, and appoint agencies, intermediaries, and advisors for the preferential issue and to carry out all activities for the successful implementation of the issue, including applying to Stock Exchanges for in-principle approval and listing approval for the equity shares.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all acts, deeds, matters, and things as may be necessary, expedient, or desirable, including resolving any doubts, difficulties, or issues arising in the implementation of the preferential issue.”

**Item No 5. To approve issue of Convertible Equity Warrants to certain identified promoters on preferential basis:**

To consider and, if thought fit, to pass with or without modification, the following resolution as a “**Special Resolution**”:

“**RESOLVED THAT** pursuant to the provisions of Section 23(1)(b), 42, 62 and other applicable provisions, if any, of the Companies Act 2013 read with the rules made thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modifications) or the re- enactment thereof for the time being in force ("Act") and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "ICDR Regulations") and Securities and Exchange Board of India (Substantial Acquisitions and Takeovers) Regulations, 2011, as amended (the "Takeover Regulations") and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations"), including the provisions of the Foreign Exchange Management Act, 1999 as amended and rules and regulations framed thereunder including Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, as amended, the current Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce, Government of India, Foreign Exchange Management Act, 1999, as amended (the “FEMA Regulations”) and other rules, regulations, guidelines notifications and circulars issued there under from time to time by the Government of India, the Reserve Bank of India, Securities and Exchange Board of India (“SEBI”), and any other guidelines and clarifications issued by any other appropriate authorities, from time to time, to the extent applicable including the enabling provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, concerns, permissions and sanctions as may be necessary or required, from regulatory or other appropriate authorities, including but not limited to SEBI, BSE Limited (“BSE”) , if any required, and subject to such conditions and modifications as may be prescribed while granting such approvals,

consents, permissions and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board") which term shall be deemed to include any exiting Committee(s) constituted / to be constituted by the Board to exercise its powers, including the powers conferred by this resolution, subject to any other alterations, modifications, conditions, corrections and changes and variations that may be decided by the Board's absolute discretion, the consent of the members of the Company, be and is hereby accorded to the Board to create, issue, offer and allot, from time to time in one or more tranches up to 20,00,000 (Twenty Lakhs) Convertible Equity Warrants ("Warrants") of face value of Rs. 10/- each, to promoters as mentioned below ("Warrant Holders" / "Proposed Allottees") at a price of Rs. 30.20 (Thirty Rupees Twenty Paise only) each (including a premium of Rs. 20.20 per share), aggregating up to Rs. 6,04,00,000/- (Rupees Six Crores Four Lakhs Only) or such higher price as may be arrived at in accordance with Regulation 164(1) read with Regulation 166A of ICDR Regulations, on a preferential allotment basis ("Preferential Offer") in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit.

<b>S. No.</b>	<b>Proposed Allottees</b>	<b>No. of warrants to be allotted</b>
<b>A</b>	<b>Promoter Group</b>	
1	Srinivasa Sudhish Ramabhotla	10,00,000
2	Sree Lakshmi Ramabhotla	10,00,000
	<b>TOTAL</b>	<b>20,00,000</b>

**RESOLVED FURTHER THAT** in accordance with the provisions of Regulation 161 of Chapter V of ICDR Regulations, the Relevant Date for the purpose of calculating the floor price for the issue of Warrants is 3rd February 2025, being the date, 30 (thirty) days prior to the date of this Extraordinary General Meeting.

**RESOLVED FURTHER THAT** the said Warrants shall be issued and allotted by the Company to the allottees within a period of 15 days from the date of passing of this special resolution, provided that where the allotment of the said Warrants is pending on account of the pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above resolution, the issue of Warrants and the equity shares to be allotted pursuant to the exercise of the Warrants shall be subject to the following terms and conditions apart from others as prescribed under applicable laws and regulations:

- I) The Equity Shares to be allotted on the exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank Pari-passu in all respects, including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares as aforesaid by the Warrant holder(s) at any time before the expiry of 18 months from the date of allotment of the Warrants.
- II) A Warrant subscription price equivalent to 25% (i.e., the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of the ICDR Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Equity Shares. A Warrant exercise price equivalent to 75% of the issue price of the Equity Shares shall be payable by the Warrant holder(s) at the time of exercising the Warrants.



- III) The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
- IV) The respective Warrant holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into the designated bank account of the Company.
- V) In the event the Warrant holder(s) does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- VI) The Warrants and the Equity Shares allotted pursuant to exercise of such Warrants shall be subject to a lock-in for such period as specified under SEBI ICDR Regulations, as amended from time to time. The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of six months from the date of trading approval, as per the SEBI ICDR Regulations
- VII) The Warrants by itself, until exercised and converted into Equity Shares, shall not give to the Warrant holders thereof any rights with respect to that of an Equity shareholder of the Company.
- VIII) Upon exercise of the option to convert the warrants into shares by Warrant Holder(s), the Company shall issue and allot the appropriate number of equity shares and perform all such actions as are required, including crediting the same to the designated demat account of the Warrant Holder, within 15 days from the date of exercise by the Warrant Holder in terms of Regulation 162(2) of the SEBI ICDR Regulations, provided that where the allotment of the said Warrants is pending on account of the pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.
- IX) The Equity Shares allotted upon conversion of the Warrants will be listed on the BSE Limited, where the existing Equity Shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) or modify the terms of issue of Warrants, subject to the provisions of the Act and ICDR Regulations, without being required to seek any further consent or approval of the Members of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Warrant holder(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters, and things as it may in its absolute discretion deem necessary, desirable, and expedient for such purpose to give effect to the above resolution, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the above-mentioned Preferential offer (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries, and advisors for the Issue), making applications to BSE Limited for obtaining in-principle approval, filing of requisite documents

with the Registrar of Companies, (“RoC”), Central Depository Services (India) Limited (“CDSL”), Securities Exchange Board of India (“SEBI”) and/or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL, and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue, and allotment of the Warrants and Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Warrants or Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s)/Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolution is hereby approved, ratified, and confirmed in all respects.”

**Item No 6. To consider and approve to give authorization to Board of Directors to increase the authorized share capital of the company to the extent required for the execution of the warrants stated in Item No. 5 above:**

To consider and, if thought fit, to pass with or without modification, the following resolution as a “**Special Resolution**”:

"**RESOLVED THAT** pursuant to the provisions of Section 61, Section 64, and all other applicable provisions, if any, of the Companies Act, 2013 (including any amendments thereto or re-enactments thereof) and the rules framed thereunder, the consent of the Members of the Company be and is hereby accorded to increase the **Authorized Share Capital** of the Company to the extent required, to give effect to the **conversion of the warrants** stated in Item No. 5 above, so that the **Authorized Share Capital** of the Company shall be increased by such amount as may be necessary, upon conversion of the warrants into equity shares, and the **Board of Directors** of the Company is hereby authorized to do all acts, deeds, and things necessary for giving effect to this resolution, including the filing of forms and applications with the relevant authorities.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13, Section 61, and other applicable provisions of the Companies Act, 2013 (including any amendments thereto or re-enactments thereof), and the rules framed thereunder, the consent of the Members of the Company be and is hereby accorded to **substitute Clause V** of the **Memorandum of Association** of the Company to reflect the increased **Authorized Share Capital** in accordance with the above resolution, and that the Board of Directors be and is hereby authorized to take such steps, including the execution of all documents, agreements, and filings with the Registrar of Companies (RoC), as may be necessary to implement this resolution.

**RESOLVED FURTHER THAT** any one of the Directors or the **Company Secretary** of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as deemed necessary, proper, or desirable and to sign, execute, and deliver all necessary documents, applications, returns, or any filings required by the Registrar of Companies (RoC), Securities and Exchange Board of India (SEBI), and other relevant regulatory bodies for the purpose of giving effect to the above resolutions, and to do all such acts and things in the best interests of the Company and to comply with all statutory and regulatory requirements.

**RESOLVED FURTHER THAT** for the avoidance of doubt, the **Board of Directors** is hereby empowered to take such actions as may be necessary to complete all procedural formalities related to the increase in Authorized Share Capital and to make any incidental or consequential amendments to the Memorandum and Articles of Association, in line with the increase in the Authorized Share Capital."

**Item No.7. To consider and approve to give authorization to Board of Directors under section 180 of the Companies Act, 2013 upto an aggregate limit of Rs.100 Cores :**

To consider and, if thought fit, to pass with or without modification, the following resolution as a **"Special Resolution"**:

**RESOLVED THAT** based on the recommendation of the Board and pursuant to the provisions of Section 180(1)(c) and such other applicable provisions, if any of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers ) Rules, 2014(including any statutory modifications or re-enactments thereof )and pursuant to the provisions of Articles of Association of the Company, consent of the members of the company be and is hereby accorded to borrow any sum or sums of money including in the form of intercorporate deposit, debenture, loans- short term or long term , overdrafts, etc from time to time at its discretion, for the purpose of the business of the company, from any one or more banks , financial institutions and other Persons , Firms, Bodies Corporate , notwithstanding that the monies to be borrowed together with the monies already borrowed by the company , may at anytime exceed the aggregate of the paid-up share capital of the Company and its free reserves, subject to such aggregate borrowings not exceeding the amount of Rupees 100 Cr(One Hundred Crores Only).

**Item No 8. To consider and approve to give authorization to Board of Directors under section 185 and 186 of the Companies Act, 2013 upto an aggregate limit of Rs.100 Cores :**

To consider and, if thought fit, to pass with or without modification, the following resolution as a **"Special Resolution"**:

**"RESOLVED THAT** pursuant to the provisions of Section 185 and Section 186 of the Companies Act, 2013, and subject to such other approvals, if required, the Board of Directors be and is hereby authorized to:

1. Make/give loans to or Give Guarantees to the loans made by Directos, or related parties, and to invest in the subsidiaries of the Company, provided that the aggregate amount of borrowings, loans, and investments in subsidiaries shall not exceed Rs. 100 Crores (Rupees One Hundred Crores), as and when required for the purpose of expanding into new business lines or any other business activity deemed appropriate by the Board.

2. Execute all necessary documents, agreements, and instruments to facilitate such borrowing, lending, and investment arrangements, as may be required to give effect to the above resolution

**RESOLVED FURTHER THAT** the Board of Directors, or any Director or Company Secretary of the Company, be and is hereby authorized to do all acts, deeds, matters, and things, including the signing of any documents, applications, and returns, that may be necessary, proper, or desirable to give effect to the aforesaid resolution and to comply with all statutory requirements under the Companies Act, 2013."

By order of the Board For COLORCHIPS NEW MEDIA LIMITED

SD/-

SRINIVASA SUDHISH RAMABHOTLA

Managing Director

DIN: 00027816

Place: Hyderabad

Date:08thFebruary,2024

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

#### **Item No 1. Change in the Name Clause of the Company :**

The Board of Directors of the Company at its meeting held on 8<sup>th</sup> February 2025, proposed to change the name of the Company from **COLORCHIPS NEW MEDIA LIMITED to COLORCHIPS - VARCAS SOLUTIONS LIMITED**. This change is subject to the approval of the Members, the Registrar of Companies (RoC), and any other necessary regulatory approvals.

The Directors believe that the the name change will provide a strategic advantage by strengthening the brand identity of the company. By combining the recognition of both brands—Colorchips and Varcas—the company may be able to reach a broader audience and enhance consumer recognition. The name change could also make the company appear more unified, while still retaining the value of the individual brands.

As per the provisions of Section 13 of the Companies Act, 2013, and the applicable rules, the change of name requires a special resolution, and an alteration in the Memorandum of Association (MoA) and Articles of

Association (AoA) is necessary. The alteration would reflect the new name, which will be substituted wherever the old name is mentioned in both the MoA and AoA of the Company.

**Impact of the Resolution:**

- The proposed change in name will not affect the existing rights, obligations, or operations of the Company. All existing Share Certificates, agreements, deeds Contracts or any other valid documents bearing the existing name prior to the name change will , continue to be valid for all purposes.
- The Company will undertake the necessary formalities to update all legal, financial, and official documents, contracts, and records to reflect the new name.

The approval for this name change is required by the Members in the form of a Special Resolution. If approved, the necessary filings and amendments will be made to the relevant authorities as required under the Companies Act, 2013.

**Alteration in the Memorandum and Articles of Association:**

The name change will necessitate amendments in both the Memorandum of Association (MoA) and the Articles of Association (AoA). The Members' consent is sought to alter the MoA and AoA to reflect the new name of the Company.

The Board of Directors recommends the alteration of the MoA and AoA and seeks the approval of the Members by passing a Special Resolution.

**Item No 2. Change in Object Clause of the Company:**

The Board of Directors at its meeting held on 08<sup>th</sup> February 2025, has proposed to amend the Object Clause of the Memorandum of Association (MoA) of the Company. This amendment seeks to expand the business activities of the Company to include various operations related to electric vehicles (EVs), such as manufacturing, assembling, trading, and providing services for electric vehicles, components, and charging infrastructure.

As part of the Company's long-term strategy to diversify and enter the electric mobility sector, the addition of new activities related to electric vehicles will enable the Company to operate in the growing field of EVs and contribute to sustainable transportation. This amendment will allow the Company to engage in the manufacturing of electric vehicles, development of related technologies, setting up EV charging infrastructure, and after-sales service.

The specific additions to the Object Clause will include activities such as:

- Providing Telematics services in the electric vehicle (EV) sector which are essential for enhancing vehicle management, optimizing operations, and improving user experiences. These services leverage data collection and communication technologies to provide real-time insights into the performance, health, and efficiency of EVs.
- Manufacturing, trading, and dealing with various types of electric vehicles.
- Research and development in EV technology.
- Providing charging infrastructure and supporting the adoption of electric vehicles.
- Engaging with government and industry stakeholders to promote electric mobility.

- Providing all other activities that are necessitated to carry on the aforesaid activities.

The proposed changes in the Object Clause will enable the Company to expand its operations, tap into the growing demand for electric vehicles, and align with global trends towards clean and energy-efficient transport solutions.

The approval of the Members is required for altering the Object Clause of the MoA, and therefore, the resolution is being proposed as a Special Resolution.

The Board of Directors recommends the approval of this resolution to enable the Company to move forward with its expansion into the electric vehicle sector.

**Item No 3. Acquisition of majority stake in VARCAS EV SOLUTIONS PRIVATE LIMITED :**

The Company proposes to acquire a majority stake 51% in **Varcas EV Solutions Private Limited** ("Varcas EV"), a private limited company. This acquisition will be made by way of a **preferential allotment** of shares, in which Mr. Srinivasa Sudhish Ramabhotla, Promoter of Colorchips New Media Limited holds 89% of Varcas EV Solutions Private Limited, which will result in Colorchips New Media Limited becoming the controlling shareholder of Varcas EV.

The acquisition aligns with the Company's strategy to expand into the electric vehicle (EV) sector. By acquiring a majority stake, the Company aims to diversify its business and leverage the growing market of electric vehicles, which is expected to experience significant growth due to the increasing demand for clean energy solutions.

The proposed acquisition is subject to regulatory approvals, including approvals from the Securities and Exchange Board of India (SEBI), and any other relevant authorities. Upon the completion of the preferential allotment, Colorchips New Media Limited will hold 51% of the equity share capital of Varcas EV, thereby gaining control over the company.

The Board of Directors is authorized to finalize the terms of the preferential allotment, including the number of shares, the price per share, and the timing of the allotment. The Board is also authorized to take all necessary actions to complete the acquisition and ensure compliance with all legal and regulatory requirements.

The Board recommends the approval of the resolution for acquiring the majority stake in Varcas EV Solutions Private Limited.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, except Mr. Ramabhotla Srinivasa Sudhish in the said resolutions.

**Item No 4. To approve the issuance of equity shares to the proposed allottees on Preferential basis.:**

The Board of Directors has proposed to issue **10,00,000 (Ten Lakhs)** fully paid-up equity shares of the Company having a face value of **Rs. 10** each at a price of **Rs 30.20** per share to the proposed allottees, on a preferential basis, for raising capital for the Company.

As per the **SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018** (SEBI ICDR Regulations), the price per equity share to be issued has been determined in compliance with the relevant provisions of these regulations.

**Details of the Preferential Issue:**

The details of the preferential issue are as follows:

1. **Total Number of Shares to be Issued: 10,00,000 (Ten Lakhs)** fully paid-up equity shares of **Rs. 10** each.
2. **Issue Price:** The issue price of the equity shares is **Rs. 30.20** per share, which includes a premium of **Rs. 20.20** per equity share.
3. **Category of Allottee:** The equity shares will be allotted to **Mr.Srinivasa Sudhish Ramabhotla**, (Promoter).
4. **Maximum Number of Shares to be Allotted:** 10,00,000 shares
5. **Subscription Amount: Rs 3,02,00,000/-**
6. **Relevant Date:** The **Relevant Date** for determining the floor price of the preferential issue, as per the SEBI ICDR Regulations, is **3rd February 2025**.
7. **Listing and Trading:** The equity shares to be issued will be listed on the **BSE Limited**.
8. **Pari-passu:** The equity shares will rank **Pari-passu** with the existing shares of the Company.
9. **Lock-in Period:** The equity shares issued on preferential basis will be subject to a lock-in period as specified under the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of six months from the date of trading approval, as per the SEBI ICDR Regulations
10. **Payment and Dematerialized Form:** The payment for the shares must be made from the bank accounts of the investors and the shares will be allotted in dematerialized form.
11. **Regulatory Approvals:** The preferential issue is subject to approvals from relevant regulatory authorities, including the SEBI, BSE, and RBI, if applicable.
12. **Board Authorization:** The Board of Directors is authorized to finalize the terms of the issue and take all necessary steps to implement the preferential issue. The Board is also authorized to make modifications to the terms, if required, in compliance with the Companies Act, 2013, and the SEBI ICDR Regulations.
13. **Recommendation:** The Board believes that the preferential issue is in the best interest of the Company and recommends the approval of the Special Resolution for the same.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, except Mr. Ramabhotla Srinivasa Sudhish in the said resolutions.

**Item No 5. To issue of Convertible Equity Warrants to certain identified promoters on preferential basis:**

The Board of Directors of the Company has proposed to issue **Convertible Equity Warrants (CEWs)** to certain identified promoters of the Company on a preferential basis, subject to the approval of the shareholders in this Extraordinary General Meeting.

**Purpose of the Proposal:**

The proposed issue of warrants is part of the Company's strategy to raise funds and strengthen the capital structure for future growth and development. By offering warrants to the promoters, the Company aims to not only enhance its capital base but also to ensure continued commitment and active participation of the promoters in the Company's business operations.

**Details of the Issue:** The Company intends to issue **20,00,000 Convertible Equity Warrants** (Warrants) of **Rs. 10/-** each, to the identified promoters. The price of each warrant will be **Rs. 10/-**, which includes a premium that will be determined in accordance with the relevant provisions of the SEBI ICDR Regulations. The **Relevant Date** for the purpose of calculating the floor price is **3rd February 2025**, which is 30 days before the date of this EGM.

**Key Terms and Conditions of the Issue:**

**1. Warrant Subscription and Exercise Price:**

**Upfront Payment:** A subscription price equivalent to **25%** of the warrant price (the Warrant Subscription Price) will be paid at the time of subscription to the Warrants.

**Warrant Exercise Price:** The remaining **75%** of the issue price of the equity shares will be payable by the warrant holders at the time of exercising the warrants.

- 2. Conversion into Equity Shares:** Each warrant gives the holder the option to convert the warrant into an equity share of the Company within **18 months** from the date of allotment. The equity shares so allotted will rank **Pari passu** with the existing shares of the Company in all respects.
- 3. Lock-In Period:** The Share Warrants issued on preferential basis will be subject to a lock-in period as specified under the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of six months from the date of trading approval, as per the SEBI ICDR Regulations
- 4. Warrant Holder Rights:** Until the conversion of the warrants into equity shares, the warrant holders will not have any rights, including voting rights or dividend rights, as equity shareholders of the Company.
- 5. Expiry of Warrants:** If the warrant holders do not exercise the warrants within **18 months** from the date of allotment, the warrants will lapse, and the amount paid as the upfront payment will be forfeited.
- 6. Listing of Equity Shares:** The equity shares issued upon exercise of the warrants will be listed on the **BSE Limited**, subject to necessary approvals.
- 7. Payment Terms:** The upfront amount (25%) for the subscription to the warrants will be payable at the time of allotment. The remaining 75% of the issue price will be payable by the warrant holders when they choose to exercise the warrants.
- 8. Regulatory Approvals:** The issue of the warrants is subject to obtaining necessary approvals from regulatory authorities, including SEBI, BSE, and others, as required under applicable laws.
- 9. Board's Discretion:** The Board of Directors is authorized to modify or alter the terms and conditions of the warrant issue, subject to applicable regulations, without seeking further approval from the shareholders, provided such modifications do not contravene the provisions of the Companies Act, 2013 or the SEBI Regulations.

**Recommendation:**

The Board is of the opinion that the issue of Convertible Equity Warrants to the promoters will be beneficial to the Company as it will enhance the promoter's participation in the Company's growth while increasing the overall equity base. The Board recommends the approval of this Special Resolution for issuance of Convertible Equity Warrants.

This Explanatory Statement is provided in compliance with the provisions of **Section 102 of the Companies Act, 2013**, to enable the members to make an informed decision regarding the proposed preferential issue of Convertible Equity Warrants.



None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, except Mr. Ramabhotla Srinivasa Sudhish and Mrs.Sree Lakshmi Ramabhotla ,W/O Mr. Ramabhotla Srinivasa Sudhish in the said resolutions.

**Item No 6. To consider and approve to give authorization to Board of Directors to increase the authorized share capital of the company to the extent required for the issue and execution of the shares warrants stated in Item No. 5 above :**

The Company has proposed the issuance of **Equity Shares** and **Convertible Equity Warrants** to certain promoters on a preferential basis, as mentioned in Item No. 4 and 5 of the notice. The issue and conversion of these warrants into equity shares will require an increase in the Company's **Authorized Share Capital**.

As the proposed **20,00,000 Convertible Equity Warrants** are to be converted into equity shares, it is necessary to ensure that there is sufficient authorized capital to accommodate the issuance of these equity shares upon conversion of the warrants as and when the event takes place.

Pursuant to the provisions of **Section 61** and **Section 64** of the **Companies Act, 2013**, the consent of the shareholders is sought to increase the **Authorized Share Capital** of the Company to the extent necessary to facilitate the conversion of the warrants into equity shares.

Additionally, in line with the increase in the authorized share capital, it will be necessary to amend **Clause V** of the **Memorandum of Association (MoA)** of the Company to reflect the increase.

The Board of Directors is authorized to take the necessary actions and steps for the implementation of this increase, including filing the necessary forms with the **Registrar of Companies (RoC)** and making the required amendments to the MoA. The Board is also empowered to do all such acts, deeds, matters, and things as may be required to give effect to this resolution.

The proposed increase in the authorized share capital and the necessary amendments to the MoA are essential for the successful execution of the preferential issue of warrants and the issuance of equity shares upon conversion. Therefore, the Board recommends the passing of this Special Resolution.

**Item No.7. To consider and approve to give authorization to Board of Directors under section 180 of the Companies Act, 2013 upto an aggregate limit of Rs.100 Cores :**

In view of the increase in business activities, keeping in view the future plans of the Company and to fulfil long term strategic and business objectives, it is proposed to increase in the borrowing limit to Rs. 100 Crores (Rupees Hundred Cores) pursuant to Section 180 (1)(c) of the Companies Act, 2013 and accordingly, increase the limit for creation of charge to secure the indebtedness up to the aggregate limit of Rs. 100 Crores (Rupees Hundred Cores) pursuant to Section 180 (1)(a) of the Companies Act, 2013, subject to the approval of the members of the Company.

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors shall have the powers to borrow money, where the money to be borrowed, together the monies already borrowed by the company (apart from temporary loans obtained from the company's bankers in the ordinary course of business)

exceeds aggregate of the paid-up share capital, free reserves and securities premium of the Company, subject to such aggregate borrowings not exceeding the amount of Rupees 100 Cr(One Hundred Crores Only), with the consent of the Shareholders of the Company by way of Special Resolution.

Accordingly, the approval of the members of the Company is sought for increase in the borrowing limits and to secure such borrowings by the creation of charge on assets/properties of the Company upto Rs. 100 Crores (Rupees Hundred Crores) as stated in the resolutions.

**Item No 8. To consider and approve to give authorization to Board of Directors under section 185 and 186 of the Companies Act, 2013 upto an aggregate limit of Rs.100 Crores :**

The Board of Directors proposes to seek the approval of the members of the Company to authorize them, under **Section 185** and **Section 186** of the **Companies Act, 2013**, to borrow funds, extend loans, and make investments in subsidiaries for a total amount not exceeding **Rs. 100 Crores** (Rupees One Hundred Crores) in aggregate.

This authorization will allow the Board of Directors to raise funds from Directors, or related parties and deploy the funds for business expansion into new business lines or any other business activity deemed appropriate by the Board. This may also include making loans to, or investments in, the Company's subsidiaries, provided the aggregate amount does not exceed the specified limit of Rs. 100 Crores.

The borrowing and lending activities as well as any investments made under this authorization will be subject to the provisions and limits set out under **Sections 185 and 186** of the **Companies Act, 2013**. Section 185 governs the giving of loans, advances, or guarantees to directors and related parties, while Section 186 outlines the conditions for the Company to make investments, give loans, or provide guarantees.

The Board of Directors will also be empowered to execute the necessary agreements, documents, and instruments to facilitate these borrowings, loans, and investments. This includes signing the required contracts, agreements, and other instruments with banks, financial institutions, or other parties involved.

The proposed resolution also authorizes the Board, or any Director or the Company Secretary, to do all such acts, deeds, and matters necessary to implement the resolution and ensure compliance with the statutory provisions of the **Companies Act, 2013**.

The approval of the members is sought to ensure that the Company has the requisite flexibility and financial resources to meet its business objectives, including expansion activities and other strategic requirements. Therefore, the Board recommends the passing of this Special Resolution.

**Disclosures, which are required to be given in terms of of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009 for Preferential Issues are as under:**

In the explanatory statement to be included in the notice for the general meeting, the following disclosures are required to be made under the **Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations)** for the preferential issue of equity shares or convertible securities:

1. **Object of the Issue:** The specific purpose or reasons for which the company is raising funds through the preferential issue is to acquire majority stake (51%) in Varcas EV Solutions Private limited. This could include working capital requirements, expansion plans, debt reduction, strategic investments, or any other objective of Colorchips New Media Limited and its proposed Subsidiary Varcas EV Solutions Private Limited.
2. **Category of Proposed Allottees:** The categories of persons to whom the equity shares or convertible securities are proposed to be issued are promoters.
3. **Use of Proceeds:** **The proceeds shall be used only for the said acquisition of** Varcas EV Solutions Private Limited and for the working capital requirements, expansion plans, debt reduction, strategic investments, or any other objective of Colorchips New Media Limited and its proposed Subsidiary Varcas EV Solutions Private Limited.
4. **Shareholding pattern of the Company before and after the proposed issue of the Warrants and Equity Shares :**

**Existing and Proposed Shareholding Pattern:** The shareholding pattern of the company before and after the preferential issue, disclosing the existing shareholding structure and how it will change post-issue, including the shareholding of promoters, public, and others is enclosed as an **Annexure** to this Explanatory Statement .

The figures in the shareholding pattern are on the assumption that all the warrants will be subscribed by the subscribers, to the full number of warrants authorized to be issued and allotted pursuant to the shareholders resolution and all the warrants will be exercised. However, if any warrants are not issued or allotted or any warrants are not exercised, the shareholding pattern will vary and change correspondingly. In case the if the Allottees exercises the warrants in the same financial year, then they will comply with the Securities and Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011 as and when it is applicable.

5. **The Pre and post preferential holding of allottees are as below along with beneficiary owners in case of body corporate:**

S.No	Name of the Proposed Allottee	No. of Warrants to be allotted / After Conversion of Warrants into Equity shares allotted after conversion 1:1	% of Current Issue	No. of Equity shares allotted to be allotted	% of Current Issue	Total No. of equity shares after conversion	%
1	Srinivasa Sudhish Ramabhotla	10,00,000	50%	10,00,000	100%	88,58,877	44.2 7%
2	Sree Lakshmi Ramabhotla	10,00,000	50%	-	-	10,00,000	5%
	<b>Total</b>	<b>20,00,000</b>	<b>100%</b>		<b>100%</b>		

**Note :** Pre-preferential shareholding of allottees is NIL. Percentage calculation includes Equity and coverable equity share warrants is also considered.

- 6. Proposed time within which allotment will be completed:** The Warrants and shares of the Company shall be allotted within fifteen (15) days from the date of the Extra-Ordinary General Meeting i.e. on or before 20th March 2025 provided that where the allotment is pending on account of pendency of any approval of such allotment by any regulatory authority, if applicable including Stock Exchange, the allotment shall be expected to be completed within fifteen (15) days from the date of receipt of such approval.
- 7.** The Company confirms that the proposed preferential allotments are in compliance with its conditions of continuous listing.
- 8.** The Company undertakes that issue price of the warrants will be recomputed in terms of the provisions of the **SEBI ICDR Regulations**, where it is required to do so.
- 9. Change in control:** The existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment.
- 10. Relevant Date:** The "Relevant Date" for the purpose of determining the price of the Equity and Warrants being allotted pursuant to these resolutions (including the equity shares to be issued on conversion of the Warrants) is 3rd February 2025, being the date thirty (30) days prior to the date of this meeting.
- 11. Pricing and Pricing Certificate :** The issue price of the Warrants and Equity Shares to investors is calculated in accordance with SEBI ICDR Regulations 2009. We re-compute the price of securities in case of any required conditions in terms of the provisions of this regulation's.
- 12. Lock in as per Regulation 78 of SEBI ICDR Regulations :** Lock in for the allotted shares or Share Warrants shall be as below or as amended from time to time:

The specified securities allotted on preferential basis to promoter or promoter group and the equity shares allotted pursuant to exercise of options attached to warrants issued on preferential basis to promoter or promoter group, shall be locked-in for a period of three years from date of trading approval granted for the date of allotment of the specified securities or equity shares allotted pursuant to exercise of the option attached to warrant, as the case may be:

Provided that not more than twenty per cent. of the total capital of the issuer shall be locked-in for three years from the date of trading approval r allotment:

Provided further that equity shares allotted in excess of the twenty per cent. shall be locked-in for one year from the date of trading approval their allotment pursuant to exercise of options or otherwise, as the case may be.
- 13.** Copy of the certificate from Mrs. Sarada Putcha, Practicing Company Secretary (ACS No. 21717 CP No. 8735), certifying that the issue of Warrants and equity shares is being made in accordance with the requirements of SEBI ICDR Regulations shall be placed before the shareholders at the EGM.
- 14.** The Company has not made any preferential issue of securities during the current year.
- 15. Undertaking:** The Company undertakes that if required, the price shall be recomputed in terms of the provision of the ICDR Regulations. If the amount payable upon the re-computation is not paid within the stipulated time as mentioned in the ICDR Regulations, the specified securities shall continue to be locked in till such amount is paid by the allottee.

By order of the Board For COLORCHIPS NEW MEDIA LIMITED

SD/-

SRINIVASA SUDHISH RAMABHOTLA

Managing Director

DIN: 00027816

Place: Hyderabad

Date:08thFebruary,2024

**Notes:**

1. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated 5th May, 2020 and Circular No. 02/2021 dated 13th January, 2021, Circular No. 21/2021 dated 14th December, 2021, Circular No. 3/2022 dated 5th May, 2022, General Circular No 10/2022 dated 28th December, 2022 & General Circular No 11/2022 dated 28th December, 2022 and Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022 and 5th January, 2023 issued by the Securities and Exchange Board of India and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM of the Company through VC/OAVM. For this purpose, the Company has entered into an agreement with M/s. KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited), Registrar and Share Transfer Agents (RTA) of the Company for facilitating e-voting to enable the Members to cast their votes electronically.
2. Kfin Technologies Limited will be providing the facility for voting through remote e-voting. The procedure for participating in the meeting through VC / OAVM is explained at Note No. 21C below and is also available on the website of the Company at [www.colorchipsindia.com](http://www.colorchipsindia.com).
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the EGM 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 EGM 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 EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. 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 EGM 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](mailto:cssaradacertifications@gmail.com) or [cs@colorchipsindia.com](mailto:cs@colorchipsindia.com) with copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com).
5. The Register of Members and Transfer Books of the Company will be closed from Monday, the 24th day of February, 2025 to Wednesday, the 5th day of March, 2025 (both days inclusive).
6. 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.

7. 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.

8. SEBI has decided that securities of listed companies can be transferred only in dematerialized form. In view of the above and to avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form.

9. With the reference to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_PoD1/P/CIR/2023/37 dated March 16, 2023; SEBI has made it mandatory to furnish PAN, email address, mobile number, bank account details and nomination by holders of physical securities. This is applicable for all the security holders in physical mode. The salient features and requirements of the circular are as follows:

(a) Shareholders holding shares in physical mode are requested to ensure that their PAN is linked to Aadhaar by June 30, 2023 or any other date as may be specified by the Central Board of Direct Taxes to avoid freezing of folio.

(b) The RTAs shall not process any service requests or complaints received from the holder(s) / claimant(s), till PAN, KYC and Nomination documents/details are received.

(c) Folios wherein any one of the said document / details are not available on or after 24th February 2025, shall be frozen and you will not be eligible to lodge grievance or avail service request from the RTA and not eligible for receipt of Notice.

(d) After December 31, 2025, the frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.

In view of the above, members holding shares in physical form are requested to send self- attested copy of valid PAN card (linked with Aadhaar) or latest Demat account CML copy duly attested by DP, KYC details duly mentioned in ISR – 1 form (mobile number and email id are mandatory), ISR-2 form and Nominee Form (SH-13) immediately to the Company's Registrars & Transfer Agents i.e. M/s. Kfin Technologies Limited ("the RTA") by post or courier. The required forms (ISR-1, ISR-2, SH-13 etc.) can be downloaded from [www.kfintech.com](http://www.kfintech.com) or send a request mail to [kfinkart.support@kfintech.com](mailto:kfinkart.support@kfintech.com) for soft copy forms.

**ELECTRONIC DISPATCH OF EXTRA-ORDINARY GENERAL MEETING (EGM) REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING EGM NOTICE:**

10. In Compliance with the MCA circulars and SEBI Circular, Notice of the EGM along with the Explanatory Statement 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 Explanatory Statement will also be available on the Company's website [www.colorchipsindia.com](http://www.colorchipsindia.com), website of the stock exchange i.e. [www.bseindia.com](http://www.bseindia.com)..

11. Members attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
13. 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 dematerialized form and RTA/ Company, in case of Shares held in physical form, as directed by SEBI.
14. 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.
15. The Notice of EGM along with the Explanatory Statement 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 7th February, 2025 by electronic mode to those members whose email address is registered with the Company / RTA / Depositories.
16. The EGM Notice of the Company circulated to the Members of the Company will be made available on the Company's website at [www.colorchipsindia.com](http://www.colorchipsindia.com).
17. 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](mailto: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 dematerialized mode are requested to register or update their email addresses with the relevant Depository Participants.
18. 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 Limited for providing e-voting services to the members of the Company.
19. Subject to the receipt of requisite number of votes, the resolutions mentioned in the Notice shall be deemed to be passed at the Extra-ordinary 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.
20. Mrs. Sarada Putcha, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
21. 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 Disclosure 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 Extra-ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-voting services. The facility of casting votes by the Members using an electronic voting system from a place than venue of the Extra-ordinary General Meeting (EGM) (“remote e- voting”) will be provided by (Kfin Technologies Limited).

The Company has engaged the services of Kfin Technologies Limited for providing e voting services. In case any member required help regarding e voting can contact with Kfin technologies Limited at [evoting@kfintech.com](mailto:evoting@kfintech.com), or at 1800 309 4001.

b) The remote e-voting period begins on Saturday, the 1st day of March, 2025 at 9:00 A.M and ends on Tuesday, the 4th day of March, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by Kfin Technologies Limited 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. 24.02.2025, 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 24.02.2025.

The way to vote electronically on kfin e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to Kfin e-Voting system**

A. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

i) In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**Login method for remote e-voting for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. If you are already registered for <b>NSDL IDeAS facility</b>, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e- Services is launched, click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under “<b>IDeAS</b>” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>. Select “<b>Register Online for IDeAS</b>” Portal or click at</p>



	<p><a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be requested to select the name of the Company and the e-voting Service Provider name, i.e., <b>KFintech</b>. On successful selection you will be redirected to <b>KFintech</b> e- voting page for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they 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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>ESP i.e. KFintech</b> e-voting Portal. Click on e-voting service provider name to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistratio">https://web.cdslindia.com/myeasi/Registration/EasiRegistratio</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. <b>KFintech</b> where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you 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 options available against company name or <b>e-Voting service provider- KFintech</b> and you will be redirected to e-Voting website of <b>KFintech</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022-48867000 / 022-24997000 or Kfin Technologies Limited <a href="mailto:evoting@kfintech.com">evoting@kfintech.com</a> or contact at

	toll free no. 1800 309 4001.
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 toll free no. 1800225533 or Kfin Technologies Limited evoting@kfintech.com or contact at toll free no.1800 309 4001.

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to KFintech e-Voting website?**

1. Visit the e-Voting website of KFintech. Open web browser by typing the following URL:  
https://[www.evoting.kfintech.com/](https://www.evoting.kfintech.com/) either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.*

**4. Your User ID details are given below :**

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

**5. Password details for shareholders other than Individual shareholders are given below:**

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using KFintech e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting@kfintech.com](http://www.evoting@kfintech.com).
    - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com).
    - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
    - e) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
    - f) Now, you will have to click on "Login" button.
  7. After you click on the "Login" button, Home page of e-Voting will open.

## Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

### **A. How to cast your vote electronically and join General Meeting on KFintech e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVENT" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVENT" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cssaradacertifications@gmail.com](mailto:cssaradacertifications@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com).
8. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to e e-voting website will be disabled upon five unsuccessful attempts to key in the

correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

9. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of <http://evoting.kfintech.com> or call on toll free no.: 1800 309 4001 or at KFINTECH TECHNOLOGIES LIMITED at [evoting@kfintech.com](mailto:evoting@kfintech.com).

**B. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) by email to [cs@colorchipsindia.com](mailto:cs@colorchipsindia.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhaar Card) to [cs@colorchipsindia.com](mailto:cs@colorchipsindia.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**B. Voting at e-EGM:**

- i) Only those members/shareholders, who will be present in the e-EGM 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-EGM.
- ii) However, members who have voted through remote e-voting will be eligible to attend the e- EGM.
- iii) Members attending the e-EGM 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 EGM is same as the instructions mentioned above for remote e-voting.

**C. Instructions for members for attending the e-EGM:**

- i) The procedure for attending meeting & e-Voting on the day of the EGM is same as the instructions mentioned above for e-voting.
- ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
- iv) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

- v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- vi) 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.
- vii) Those shareholders who have registered themselves as a speaker shareholder will only be allowed to express their views/ask questions during the meeting.
- viii) 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, Practicing Company Secretary (ACS No. 21717 CP No. 8735) as the Scrutinizer to the e-voting process and e-voting at the e-EGM 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 EGM and announce the start of the casting of vote through the e-voting system of NSDL.
  - iii) The Scrutinizer shall, immediately after the conclusion of voting at the e-EGM, first count the votes cast at the meeting, thereafter 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 her 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](http://www.colorchipsindia.com) and on the website of KFintech [https:// www.evoting@kfintech.com](https://www.evoting@kfintech.com) and shall also be communicated to the stock exchanges. The resolutions shall be deemed to be passed at the EGM of the Company.
22. The voting results declared along with the Scrutinizer's Report will be placed on the company's website [www.colorchipsindia.com](http://www.colorchipsindia.com) 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/-

SRINIVASA SUDHISH RAMABHOTLA

Managing Director

DIN: 00027816

Place: Hyderabad

Date:08thFebruary,2024



(2c)	Sovereign Wealth Funds	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(2d)	Foreign Portfolio Investors Category I	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(2e)	Foreign Portfolio Investors Category II	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(2f)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(2g)	Any Other	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
	<b>Sub-Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
(3)	Central Government/State Government(s)/President of India	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(3a)	Central Government / President of India	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(3b)	State Government / Governor	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(3c)	Shareholding by Companies or Bodies Corporate where Central/ State Government is a promoter	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
	<b>Sub-Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
(4)	Non-Institutions	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4a)	Associate companies / Subsidiaries	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4b)	Directors and their relatives (excluding independent directors and nominee directors)	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4c)	Key Managerial Personnel	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4d)	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4e)	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4f)	Investor Education and Protection Fund (IEPF)	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4g)	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	20052	3870337	22.75	0	0.00	3870337	21.49	0	0.00	3870337	20.36	3870337	19.34
(4h)	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	34	1594206	9.37	0	0.00	1594206	8.85	0	0.00	1594206	8.39	1594206	7.97
(4i)	Non Resident Indians (NRIs)	21	33525	0.20	0	0.00	33525	0.19	0	0.00	33525	0.18	33525	0.17
(4j)	Foreign Nationals	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4k)	Foreign Companies	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4l)	Bodies Corporate	19	340899	2.00	0	0.00	340899	1.89	0	0.00	340899	1.79	340899	1.70
(4m)	Any Other	0	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00	0	0.00
(4n)	CLEARING MEMBERS	1	252	0.00	0	0.00	252	0.00	0	0.00	252	0.00	252	0.00
(4o)	H U F	90	69541	0.41	0	0.00	69541	0.39	0	0.00	69541	0.37	69541	0.35
	<b>Sub-Total B</b>	<b>20217</b>	<b>5908760</b>	<b>34.74</b>	<b>0</b>	<b>0.00</b>	<b>5908760</b>	<b>32.81</b>	<b>0</b>	<b>0.00</b>	<b>5908760</b>	<b>31.08</b>	<b>5908760</b>	<b>29.53</b>
	<b>Total Public Shareholding B</b>	<b>20217</b>	<b>5908760</b>	<b>34.74</b>	<b>0</b>	<b>0.00</b>	<b>5908760</b>	<b>32.81</b>	<b>0</b>	<b>0.00</b>	<b>5908760</b>	<b>31.08</b>	<b>5908760</b>	<b>29.53</b>
	<b>Grand Total A +B</b>	<b>20219</b>	<b>17009900</b>	<b>100.00</b>	<b>1000000</b>	<b>100.00</b>	<b>18009900</b>	<b>100.00</b>	<b>2000000</b>	<b>100.00</b>	<b>19009900</b>	<b>94.74</b>	<b>20009900</b>	<b>100.00</b>

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COLORCHIPS NEW MEDIA LIMITED  
(CIN-L74110TG1985PLC051404)  
Equity Valuation Report

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Conducted By  
CA GOVARDHAN REDDY POCHIMIREDDY  
Registered Valuer - Securities or Financial Assets  
Plot No 29 Vikaspuri Colony,  
Near ESI to AG Colony Road,  
SR Nagar, Hyderabad- 500038.  
E-mail: [capgreddy@gmail.com](mailto:capgreddy@gmail.com)  
Mob: 8885588189



## CONTENTS

<b>Executive Summary</b>	<b>02-02</b>
<b>Detailed Report</b>	<b>03-21</b>
I. Introduction	03-03
II. Background	03-05
III. Scope and Basis	05-05
IV. Purpose and Intend Users	05-05
V. Relevant Date	05-05
VI. Premise of Valuation	05-05
VII. Valuation Methodologies	06-07
VIII. Conclusion	08-08
IX. List of Annexure's	09-09
X. Source of Information	09-09
XI. Limitations & Disclaimers	09-10
XII. Annexures	11-21



## Executive Summary

Reference Number	GR/CNML/2024-25/001
Name of the Valuer	Govardhan Reddy Pochimireddy Fellow Chartered Accountant and Registered Valuer - Securities / Financial Assets. <b>RV No: IBBI/RV/06/2019/10725</b>
Name of the Company	M/s. Colorchips New Media Limited (CIN: L74110TG1985PLC051404)
Relevant Date	03 <sup>rd</sup> February, 2025
Scope and Basis	Valuation of M/s. Colorchips New Media Limited to estimate the fair value of equity share price in accordance with SEBI (ICDR) Regulations and the provisions of the Companies Act, 2013 for issue of Equity Shares on preferential basis.
Purpose and Intended Users	Determine the Equity Share price for issuance of Equity Shares to certain investors on preferential allotment basis in accordance with Section 62 read with Section 42 of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. Intended users are Board of Directors of M/s. Colorchips New Media Limited.
Valuation Methodologies	a. Asset Approach: - Net Asset Value Method b. Income Approach: - PECV Method c. Market Approach: - Market Price Method
<b>Conclusion</b>	<b>Based on our report, the face value of one Equity Share of Rs.10/- each is valued at Rs. 30.16/- (Thirty Rupees and Sixteen Paise Only)</b>



# Detailed Report

## I. INTRODUCTION

I have been appointed as a Valuer for M/s. Colorchips New Media Limited by the management of M/s Colorchips New Media Limited to carry out Valuation of M/s. Colorchips New Media Limited.

## II. BACKGROUND

### A. GOVARDHAN REDDY POCHIMIREDDY

Finance Professional with 12+ years of experience with a proven record which includes Business Valuations, Forecasting, Auditing, Taxation, Company Law matters and a Fellow Chartered Accountant, Registered Valuer for Securities / Financial Assets and Founder Partner of GOVARDHAN & Co, Chartered Accountants

### B. M/s. COLORCHIPS NEW MEDIA LIMITED

M/s. Colorchips New Media Limited ("CNML" or "the Company" or "Colorchips") is a company incorporated on 10<sup>th</sup> May 1985 under the provisions of Companies Act, 1956, bearing CIN- L74110TG1985PLC051404 and having registered office situated House No. 8-3-833/85 & 85A, Plot No. 85, Phase 1, Kamalapuri Colony, Hyderabad, Telangana, India, 500073. The shares of the Company are listed in Bombay Stock Exchange (BSE).

The Company is engaged in the business of production and distribution of cinematography films, ad-films, television films, video films, cartoon films, 3-D films, animation films and to provide all kinds of services related to production of animation films and all other movies, picture films, toys and to acquire, sell any right in relation thereto and carry on the advertising business in all its branches. The Company also carries on the business of syndication, publication, merchandising, printing and distribution of multimedia, 3-D characters, paintings, cartoons, caricatures, comics, stickers, greeting cards and such other special or general-purpose publishing or printing activities.

#### **Core Services:**

1. Content Distribution:
  - o Distribution of engaging videos, articles, and other multimedia content on YouTube, Facebook, ShareChat, and other popular platforms.
  - o Organic growth strategies to boost visibility and reach.
2. Digital Marketing Services:
  - o Social Media Marketing: Crafting tailored strategies for businesses to grow their presence on Facebook, Instagram, LinkedIn, and more.
  - o SEO (Search Engine Optimization): Enhancing organic reach through strategic SEO services for both social media and websites.
  - o PPC Advertising: Managing pay-per-click campaigns on platforms like Google, Facebook, and Instagram to drive traffic and conversions.



3. Content Creation and Strategy:
  - o Creating original and high-quality content (videos, graphics, blogs) that resonates with the target audience.
  - o Developing marketing strategies that align with brand goals, audience insights, and market trends.

### **Awards and Accreditations**

The Company is empanelled with the department of Audio Visual Publicity.

In brief the company is all set to be a major player in digital media sector and is also planning to start a OTT platform in near future

Presently the Company is planning to operate in the growing field of EVs and contribute to sustainable transportation By effectively capturing the growing demand for electric vehicles, and align with global trends towards clean and energy-efficient transport solutions. This will allow the Company to engage in the manufacturing of electric vehicles, development of related technologies, setting up EV charging infrastructure, and after-sales service

#### **a. Capital Structure of the Company as on 03.02.2025**

<b>Particulars</b>	<b>No. of Equity Shares</b>	<b>Amount in Rs.</b>
Authorized Capital	1,85,00,000	18,50,00,000
Paid Up Capital (Face Value of share is Rs.10/- each)	1,70,09,900	17,00,99,000

#### **b. Details of Directors**

<b>S. No.</b>	<b>Name</b>	<b>DIN</b>	<b>Designation</b>
1.	Srinivasa Sudhish Ramabhotla	00027816	Managing Director
2.	Vincent Krishnapriya	07443638	Director
3.	Siram R L V N Kishore	08208141	Director
4.	Saurabh Ramdorai	07684410	Director
5.	Murty Vadlamani Venkata Satyanarayana	07514729	Additional Director

#### **c. Brief Profile of Directors**

1. Dr. RamabhotlaSrinivasaSudhish: Dr. Ramabhotla Srinivasa Sudhish who is a serial entrepreneur holds the position of the Chairman cum Managing Director of the Company. He holds multiple qualifications i.e. he is a Chartered Accountant, Graduate in Law, Hon. Doctorate conferred by Burkes University, United Kingdom and also an Alumni of Harvard Business School, Boston, USA.

Dr. Ramabhotla Srinivasa Sudhish has received a number of awards by various organizations in recognition of his contributions and accomplishments in various fields, such as



UdhyogaPrathibhaRatan Award by All Indian Business Development Association, Gem of India Award by All India Achievers Association, RashtriyaRatan Award & Indira Gandhi Sadbhavana Award by Global Economic Council, SamaikyaBharataGouravSatkar by Delhi Telugu Academy Award for contribution to Indian Animation Industry from M/s. Toon Boom Technologies (Canada) and was also a Jury member of International Emmy Awards Committee, 2006.

Dr. Ramabhotla Srinivasa Sudhish has been featured and covered by various leading Channels, News Papers and Magazines (Domestic & International) on a number of occasions both at corporate and personal level. He has been featured on cover page of "India Today" magazine as one of the prime movers of new technology Industry in Andhra Pradesh, by "Times of India" as one of the top 20 visionaries of Andhra Pradesh.

2. Mr. Siram R L V N Kishore is a highly experienced accounting professional with over 9 years of expertise in the field of Accounting and Finance. He holds an MBA degree specializing in Finance and Accounting, which has equipped him with a strong foundation in financial management, analysis, and reporting.

Throughout his career, Mr. Kishore has worked with in various facets of accounting, including financial reporting, tax compliance, budgeting, and auditing. His proficiency in managing accounts and providing valuable financial insights has enabled organizations to make data-driven decisions and maintain financial health. Mr. Kishore is committed to delivering excellence in all his professional undertakings, continuously adapting to changing industry trends and regulations. He has been appointed as an Independent Director in the Company.

3. Mrs. Krishnapriya Vincent: Mrs. Krishnapriya Vincent possesses very special skills in connection with animations and visual effects. She has been associated in the making of many animation films, TV Commercials and movies in Hindi, Telugu and Kannada. Mrs. Vincent holds a diploma in 2D and 3D Graphics & Animation, PG Diploma in Advanced Programming and also a Diploma in Journalism. She serves on the Board of the Company as an Independent Woman Director.

4. Mr. Saurabh Ramdorai is an accomplished entrepreneur and finance professional with over 15 years of experience in the Finance and Accounts departments. Armed with an MBA in Finance, he has made remarkable contributions to the business world, both as a skilled financial manager and as a visionary entrepreneur. Recognized for his exceptional business acumen, Mr. Ramdorai was awarded the title of Youngest Entrepreneur in 2008, a testament to his innovative approach and ability to drive success at an early stage in his career.

He has played a pivotal role in the establishment of more than five companies, where he demonstrated exceptional leadership and strategic decision-making skills in growing these businesses. Mr. Ramdorai's unwavering commitment to excellence, coupled with his diverse



expertise, makes him an invaluable asset to any organization or business venture. He continuously strives for growth, both personally and professionally, and is always looking for new challenges to take on.

5. Murty Vadlamani Venkata Satyanarayana is a highly skilled professional with an extensive background in both finance and law. With an MBA in Finance and a Bachelor of Laws (LLB), he brings a unique combination of business acumen and legal expertise to his practice. His diverse skill set supports clients in navigating complex legal frameworks, especially within financial contexts, ensuring that all legal activities are managed efficiently and in compliance with applicable regulations.

### **III. SCOPE AND BASIS**

The Valuation was performed solely to recommend the fair value of equity shares for issuance of Equity Shares to certain investors on preferential allotment basis in accordance with Section 62 read with Section 42 of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

We have done valuation in accordance with the ICAI Valuation Standards 2018 issued by the Institute of Chartered Accountants of India. These standards set out concepts, principles and procedures that are generally accepted internationally with regard to legal framework and practices prevalent in India

### **IV. PURPOSE AND INTENDED USERS**

Determine the Equity Share price for issuance of Equity Shares to certain investors on preferential allotment basis in accordance with Section 62 read with Section 42 of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Intended users are Board of Directors / Management of the Colorchips New Media Limited.

### **V. RELEVANT DATE**

Relevant date is 03<sup>rd</sup> February 2025 and Date of this report is 11<sup>th</sup> February, 2025.

### **VI. PREMISE OF VALUATION**

On the prima facie study of the Subject Company, the Valuer opined that the going concern approach is applicable for valuation of M/s. Colorchips New Media Limited. Going concern value is the value of a business enterprise that is expected to continue to operate in the future.



## VII. VALUATION METHODOLOGIES

Valuation of any business/entity or its assets is inherently imprecise and is subject to certain uncertainties and contingencies, all of which are difficult to predict and are beyond anyone's control. In performing valuation analysis, certain assumptions are made with respect to industry performance, general business and economic conditions, many of which are beyond the control of Subject Company. Further, this Valuation is subject to fluctuations in changes in prevailing market conditions and prospects, economy, financials and other factors which generally influence the valuation of Subject Company and respective assets.

Three approaches described hereunder are the commonly used approaches in the valuation. Valuer will be considering the appropriate approach after studying the subject company to arrive at the fair value.

### 1. Market Approach - Market Price Method

The value of an Equity Share, as quoted on a stock exchange is normally considered as value of Equity Shares of that Company where such quotations are arising from the shares being regularly and freely traded.

Colorchips New Media Limited is listed on BSE (Scrip Code 540023). The Equity Shares of Colorchips New Media Limited are frequently traded in terms Regulation 164(5) of SEBI (ICDR) Regulations.

In this case 60.13% of the total number of shares are traded on BSE during the 240 trading days preceding the relevant date as detailed in **Annexure V**.

Relevant date in terms of Regulation 161(a) of SEBI (ICDR) Regulations is 03<sup>rd</sup> February, 2025.

As such, we have considered value under this method to be higher of the following two prices in compliance with pricing guidelines of Regulation 164(1) of SEBI (ICDR) Regulations.

- a. **Volume weighted average price of 90 trading days preceding the relevant date**
- b. **Volume weighted average prices of 10 trading days preceding the relevant date**

Volume weighted average price of 90 trading days preceding the relevant date is enclosed as **Annexure – VI**.

Volume weighted average price of 10 trading days preceding the relevant date is enclosed as **Annexure – VII**.



## 2. **Income Approach – Price Earning Capacity Method (PECV)**

Under PECV method, the average earning on the basis of the past 3-5 years is first determined, adjustments are then made for any exceptional transactions or items of non-recurring nature. The adjusted average earnings are then capitalized at an appropriate rate to arrive at the value of business. The capitalization rate so factored has to be decided depending upon various factors such as the earnings trends in the industries, P/E prevailing in the industries etc. After this, the normalized earnings are then capitalized at an appropriate industry PE.

The company has a stable business model with high Growth and Return on Capital Employed (ROCE) thereby high growth in profits and cash flows. In this context, Price Earning Capacity Value (PECV) method is undertaken using historical data, provides a reliable valuation study and is a globally accepted method under the Income Approach to determine equity share value.

The valuation of shares under Price Earning Capacity Valuation (PECV) method is computed by considering the Net Income of financial statements for the year ended 31.03.2025 (Annualised), 31.03.2024 and 31.03.2023, and has been averaged, after which it has been capitalized using industry PE Multiple of 44.60 (Source : Screener.in as on 11-02-2025)

Our choice of methodology and valuation has been arrived using usual and conventional methodologies adopted for purpose of similar nature and our responsible judgement in an independent and bono fide manner based on our previous experience of assignment of similar nature.

## 3. **Cost/ Asset Approach - Net Asset Value (NAV) Method**

The Net Assets Method represents the value with reference to historical cost of assets owned by the company and the attached liabilities on particular date. Net asset will be calculated starting from the total assets of the company and deducting there from all debts, borrowing and liabilities, including current and likely contingent liability and preference capital if any. In other words, it should represent true net worth of business after providing for all outside present and potential liabilities. In the case of companies, the net assets value calculated from assets side of the balance sheet in the above manner will be crossed checked with equity share capital plus free reserve and surplus, less likely contingent liabilities.





## VIII. CONCLUSION:

Our estimated Fair Value of Equity Share Price of Colorchips New Media Limited is presented below:

**The fair value of Equity Share arrived based on the following calculations:**

<b>Valuation Approach</b>	<b>Value Per Share</b>	<b>Weightage</b>
<b>Particulars</b>		
Asset Approach	11.73	0%
Income Approach	10	0%
Market Approach: • Volume weighted average price of 90 trading days preceding the relevant date – Rs. 24 • Volume weighted average price of 10 trading days preceding the relevant date - Rs. 30.16 (Whichever is higher)	30.16	100%
<b>Fair Value Per Equity Share</b>		<b>30.16/-</b>

**Based on our report, the face value of one Equity Share of Rs.10/- each is valued at Rs.30.16/- (Rupees Five Hundred Ninety and Eighty Paise Only)**

Note: Since the value under the Market Price Method (as per the Regulation 164(1) - ICDR Regulations) is the maximum, we have given 100% weight to the value computed using the Market Price Method.

The value of equity shares of Colorchips New Media Limited, as determined using the market approach, asset approach, and income approach, is lower than the value derived according to the ICDR Regulations (which is reflected in the market approach). We have given appropriate consideration to the base price derived from the formula specified in the ICDR Regulations and have accordingly assigned suitable weights to the values calculated under each method.

Based on the above, we have given 100% weight to value computed as per ICDR Regulations under Market approaches.



## IX. List of Annexure's

The detailed workings for the valuation of equity shares are given in the annexure as under:

Particulars	Annexure No.
Statement of Profit & Loss	I
Balance Sheet	II
Valuation of Equity Shares as per NAV Method	III
Valuation of Equity Shares as per PECV Method	IV
Total number of Equity Shares traded on BSE during the 240 trading days preceding the relevant date	V
Volume weighted average price of 90 trading days preceding the relevant date	VI
Volume weighted average price of 10 trading days preceding the relevant date	VII

## X. SOURCE OF INFORMATION

We have obtained the following information which is necessary for the purpose of the Valuation assignment from the Management of Colorchips New Media Limited:

- Company's Audited Financial Statements as on 31.03.2024 and 31.03.2023.
- Company's Unaudited Financial Statements as on 31.12.2024
- Details as submitted by the Management of the company.
- Website of Ministry of Corporate Affairs (MCA).
- Website of Bombay Stock Exchange (BSE).

## XI. LIMITATIONS & DISCLAIMERS

- Our report is subject to the scope of limitations detailed hereinafter. As such the report should be read in totality and not in parts.
- Our valuation has been based on financial information provided by the Management of Colorchips New Media Limited.
- Based on the written and oral representations from the Management of Colorchips New Media Limited that the information contained in this report is materially accurate and complete in the manner of its interpretation and therefore forms a reliable basis for the valuation.
- The information presented in our report does not reflect the outcome of any financial due diligence procedures.
- The scope of work does not enable us to accept responsibility for the accuracy and completeness of the information provided to us. Therefore, we have not performed any audit, review or examination of any of the historical information used and therefore, we do not express any opinion about the same. However, we have examined the information provided by the Management for their acceptability before using the same for valuation.
- We have acted as an independent third party and, as such, shall not be considered an advocate for any concerned party for any dispute. The valuation has been carried out independently to assess the valuation services. We have no present or planned future interest in Colorchips New Media Limited or any of its group companies except valuation

assignments and the fee for this report is not contingent upon outcome of the transaction. Our valuation should not be construed as investment advice; specifically, we do not express any opinion on the suitability or otherwise of entering into any transaction with Colorchips New Media Limited.

- g. Our Report is meant for the specific purpose mentioned herein and should not be used for any purpose other than the purpose mentioned herein.
- h. We agree for the Valuation of this engagement to hold in strict confidentiality all proprietary information provided to us in connection with this engagement and not to share any confidential information with persons outside our firm.
- i. Our valuation, analysis and conclusions drawn there from are based on the conclusions of variety of factors, which are largely dependent on the prevailing business conditions on the valuation date, and explanations of the management

**Thanking You,**



**CA Govardhan Reddy Pochimireddy**  
**Registered Valuer – Securities / Financial Assets**  
**Registered Valuer Registration No. IBBI/RV/06/2019/10725**  
**ICAIRVO Enrolment No. ICAIRVO/06/RV-P00117/2018-2019**  
**ICAI FCA M.No. 229071**  
**ICAI UDIN: 25229071BMHVIC4094**

**Place: Hyderabad**  
**Date: 11-02-2025**

**Colorchips New Media Limited**

<b>Annexure I</b>			
<b>STATEMENT OF PROFIT AND LOSS</b>		<b>(Rs. Lakhs)</b>	
<b>Particulars</b>	<b>31.12.2024 (Unaudited)</b>	<b>31.03.2024 (Audited)</b>	<b>31.03.2023 (Audited)</b>
Revenue from operations	63.61	35	103
Other Income	1.17	2	18
<b>Total Revenue</b>	<b>64.78</b>	<b>37</b>	<b>121</b>
<b>Expenses</b>			
Payment to Channel Partners		10	3
Employee Benefit Expense	47.94	2	12
Finance Cost	-	-	-
Depreciation	69.49	93	82
Administration and Other Expenses	24.76	14	24
<b>Total Expenses</b>	<b>142.19</b>	<b>119</b>	<b>122</b>
<b>Profit / (Loss) before tax</b>	<b>-77.41</b>	<b>-82</b>	<b>-1</b>
Tax Expense			
Current Tax			
Income tax pertaining to earlier years	-		
Deferred tax		-5	-3
<b>Profit Before Exceptional Items and Extraordinary Items</b>	<b>-77.41</b>	<b>-77</b>	<b>2</b>
Extraordinary Items (net of Tax)	-885.08	-	-
<b>Profit after Tax</b>	<b>-962.49</b>	<b>-77</b>	<b>2</b>
<b>Earning Per Equity Shares</b>			
<b>Basic</b>	<b>-0.57</b>	<b>-0.09</b>	<b>0.01</b>
<b>Diluted</b>	<b>-0.57</b>	<b>-0.09</b>	<b>0.01</b>



**Colorchips New Media Limited**

<b>Annexure II</b>			
<b>Balance Sheet</b>		<b>(Rs. in Lakhs)</b>	
<b>Particulars</b>	<b>31-12-2024</b>	<b>31-03-2024</b>	<b>31-03-2023</b>
<b>ASSETS</b>			
Property, Plant and Equipment	952	997	1,054
Deferred Tax Asset (net)	-	-	-
Longterm Investments	1,080	1,999	1,989
Other Non-current Assets	-	8	3
<b>Total Non-Current Assets</b>	<b>2,032</b>	<b>3,004</b>	<b>3,046</b>
Closing Stock	-	-	-
Trade Receivables	30	-	-
Deposits	-	-	-
Cash and Cash Equivalents	11	16	9
Other Loans and Advances	35	14	2
Other Assets	6	3	3
<b>Total Current Assets</b>	<b>83</b>	<b>33</b>	<b>14</b>
<b>TOTAL ASSETS</b>	<b>2,114</b>	<b>3,037</b>	<b>3,060</b>
<b>LIABILITIES</b>			
Equity Share Capital	1,701	1,701	1,701
Reserves & Surplus	294	1,256	1,333
<b>Total Equity</b>	<b>1,995</b>	<b>2,957</b>	<b>3,034</b>
<b>Non-Current Liabilities</b>			
Long Term Borrowings	-	-	-
Other Non-Current Liabilities	-	-	-
Deferred Tax Liability	-	7	12
<b>Total Non-Current Liabilities</b>	<b>-</b>	<b>7</b>	<b>12</b>
<b>Current Liabilities</b>			
Short Term Borrowings	-	-	2
Trade Payable	-	12	-
Other Current Liabilities	119	61	12
Shortterm Provisions	-	-	-
<b>Total Current Liabilities</b>	<b>119</b>	<b>73</b>	<b>14</b>
<b>TOTAL LIABILITIES</b>	<b>2,114</b>	<b>3,037</b>	<b>3,060</b>

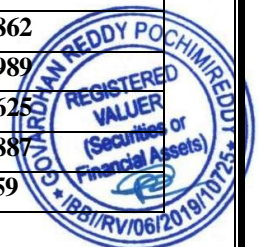


<b>Annexure III</b>	
<b>VALUATION OF EQUITY SHARES UNDER NAV METHOD</b>	
<b>(Rs. Lakhs)</b>	
<b>Particulars</b>	<b>Book Value (Unaudited)</b>
A. Non-current assets	2,031.99
B. Current Assets	82.51
<b>ASSETS TOTAL (C=A+B)</b>	<b>2114.50</b>
D. Non-current liabilities	-
E. Current liabilities	120.03
<b>LIABILITIES TOTAL (F=D+E)</b>	<b>120.03</b>
<b>NET ASSETS (G=C-F)</b>	<b>1994.47</b>
<b>Net Assets Attributable to Shareholders</b>	<b>1994.47</b>
<b>Number of Equity Shares (Face Value of 10/- each)</b>	<b>1,70,09,900</b>
<b>Total Number of Shares (Face value of 10/- each) (on diluted basis)</b>	<b>1,70,09,900</b>
<b>Value of equity share as per NAV Method (in Rs.)</b>	<b>11.73</b>

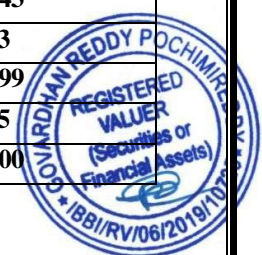
<b>Annexure IV</b>			
<b>VALUATION OF EQUITY SHARES UNDER PECV METHOD</b>			
<b>Particulars</b>	<b>Adjusted PBT</b>	<b>Weight</b>	<b>Product in Lakhs</b>
2022-23	-1	1	-1
2023-24	-82	2	-164
<b>2024-25 (Annualized)</b>	-103.21	3	-309.63
<b>Total</b>		<b>6</b>	<b>-474.63</b>
Maintainable PBT			-79.105
Less: Taxes @25.17%			
<b>Maintainable PAT</b>			<b>-79.105</b>
PE Multiple			44.06
<b>Capitalised Value</b>			<b>-</b>
Add: Adjustments			
<b>Equity Value</b>			<b>-</b>
No. of Shares (on diluted basis)			1,70,09,900
Value per Share in Rs.			10



Annexure – V							
Total number of Shares traded on BSE during the 240 trading days preceding the relevant date							
Date	Open Price	High Price	Low Price	Close Price	WAP	No. of Shares	Adjusted No. of Shares
03-Feb-25	28.87	28.87	28.87	28.87	28.87	9184	9184
01-Feb-25	29.83	30.42	29.42	29.45	30.00	11643	11643
31-Jan-25	29.51	29.83	29.01	29.83	29.46	13031	13031
30-Jan-25	29.25	29.25	29.22	29.25	29.25	18880	18880
29-Jan-25	29.81	29.81	29.81	29.81	29.81	1976	1976
28-Jan-25	31.03	31.03	30.41	30.41	30.64	16527	16527
27-Jan-25	31	31.03	31	31.03	31.02	90982	90982
24-Jan-25	29.25	30.43	29.25	30.43	30.26	36553	36553
23-Jan-25	28.75	30.53	28.75	29.84	29.73	11696	11696
22-Jan-25	29.89	30.11	27.5	29.83	29.66	91160	91160
21-Jan-25	27.49	28.86	27.49	28.68	28.24	30410	30410
20-Jan-25	27.3	27.49	26.71	27.49	27.41	21539	21539
17-Jan-25	26.93	26.93	25.65	26.19	26.15	20710	20710
16-Jan-25	24.38	26.79	24.38	25.65	25.14	22669	22669
15-Jan-25	25.66	26	25.66	25.66	25.66	16545	16545
14-Jan-25	27.85	27.85	27.01	27.01	27.02	4946	4946
13-Jan-25	28.43	28.5	28.43	28.43	28.43	16697	16697
10-Jan-25	30.07	31.5	29.91	29.92	29.95	66985	66985
09-Jan-25	32	32.79	31.1	31.48	31.52	130742	130742
08-Jan-25	31.98	32.25	31	31.91	31.75	114373	114373
07-Jan-25	29.8	30.81	29.41	30.79	30.70	165357	165357
06-Jan-25	30	30.11	28.68	29.35	29.66	111792	111792
03-Jan-25	28.44	28.68	26.67	28.68	28.49	91534	91534
02-Jan-25	25.55	27.32	25.52	27.32	26.64	73360	73360
01-Jan-25	27	27	25.15	26.02	26.00	40736	40736
31-Dec-24	27.07	27.75	25.85	26.43	27.10	138544	138544
30-Dec-24	26.45	26.55	25.26	26.43	26.25	54431	54431
27-Dec-24	24.55	25.29	24.15	25.29	25.01	62622	62622
26-Dec-24	22.65	24.09	22.56	24.09	23.78	75571	75571
24-Dec-24	23.7	23.7	22.51	22.95	22.72	13875	13875
23-Dec-24	23.79	23.99	22.51	23	23.40	61621	61621
20-Dec-24	23.15	23.17	22.25	22.95	23.11	45327	45327
19-Dec-24	20.6	22.07	20.6	22.07	21.98	28862	28862
18-Dec-24	21.9	21.9	20.56	21.02	21.04	28989	28989
17-Dec-24	21.83	22.05	20.52	21	21.14	28625	28625
16-Dec-24	21.2	22.22	20.48	21.06	21.07	21887	21887
13-Dec-24	21.18	21.75	20.67	21.55	21.32	7859	7859



12-Dec-24	22.41	22.41	21	21.42	21.26	7323	7323
11-Dec-24	21.05	22.28	21.05	21.71	21.67	15241	15241
10-Dec-24	21.51	21.9	20.67	21.31	21.42	11507	11507
09-Dec-24	21.75	22.4	21.09	21.09	21.28	42921	42921
06-Dec-24	22.39	23.45	21.9	22.19	22.34	31324	31324
05-Dec-24	24.36	24.6	22.81	22.96	23.46	31912	31912
04-Dec-24	24	24.34	22.3	24.01	23.69	94910	94910
03-Dec-24	22.1	23.64	22.1	23.2	23.23	68481	68481
02-Dec-24	21.8	22.7	21	22.54	22.20	74897	74897
29-Nov-24	21.49	21.86	20.42	21.62	21.36	73143	73143
28-Nov-24	20.75	20.84	19.6	20.82	20.64	37134	37134
27-Nov-24	19.65	20.2	19.65	19.85	19.76	6779	6779
26-Nov-24	19.85	20.19	19.71	20.02	19.89	9660	9660
25-Nov-24	20.21	20.69	20	20.07	20.11	11233	11233
22-Nov-24	20.84	21	20	20.02	20.21	34225	34225
21-Nov-24	20.26	20.86	19.21	20.64	20.70	72088	72088
19-Nov-24	19.32	19.87	18.55	19.87	19.61	12605	12605
18-Nov-24	19.03	19.03	18.25	18.93	18.75	23256	23256
14-Nov-24	17.96	18.22	17.46	18.22	18.11	11736	11736
13-Nov-24	17.8	18.58	17.35	17.36	17.74	19243	19243
12-Nov-24	18.22	19.1	18	18.25	18.38	21412	21412
11-Nov-24	18.79	19.39	18.02	18.21	18.40	5783	5783
08-Nov-24	20.35	20.35	18.7	18.79	18.94	13681	13681
07-Nov-24	21.4	21.4	19.62	19.66	20.29	22053	22053
06-Nov-24	20.98	20.98	20	20.65	20.48	24938	24938
05-Nov-24	22	22.45	20.65	20.71	21.60	62325	62325
04-Nov-24	20.67	21.42	19.85	21.42	20.93	88135	88135
01-Nov-24	20.27	20.67	19.2	20.4	20.50	70324	70324
31-Oct-24	19.7	19.97	18.78	19.69	19.77	50756	50756
30-Oct-24	19.24	19.42	17.87	19.31	18.89	80601	80601
29-Oct-24	17.6	18.83	17.5	18.5	18.40	55976	55976
28-Oct-24	16.35	18.07	16.35	17.94	16.95	63168	63168
25-Oct-24	17.98	17.98	16.65	17.21	17.22	11331	11331
24-Oct-24	17.24	17.32	16.3	17.32	17.22	64487	64487
23-Oct-24	15.86	16.92	15.86	16.5	16.51	8033	8033
22-Oct-24	16.55	17.28	16.37	16.53	16.59	10612	10612
21-Oct-24	16.61	17.57	16.59	16.81	16.95	7057	7057
18-Oct-24	16.71	17.39	16.64	17	16.99	3893	3893
17-Oct-24	16.78	17.49	16.26	16.71	16.65	18843	18843
16-Oct-24	16.2	17.19	16.2	16.78	16.92	9253	9253
15-Oct-24	17	17.72	16.48	16.55	16.68	61099	61099
14-Oct-24	17.97	17.97	17.11	17.34	17.55	6665	6665
11-Oct-24	18.52	18.52	17.15	17.33	17.43	10100	10100





10-Oct-24	18.5	18.5	17.3	17.82	18.05	9586	9586
09-Oct-24	17.23	17.73	16.6	17.73	17.57	13390	13390
08-Oct-24	15.5	16.89	15.5	16.89	16.24	14720	14720
07-Oct-24	17.47	17.47	16.09	16.09	16.28	24906	24906
04-Oct-24	17.57	17.57	16.38	16.93	16.82	14121	14121
03-Oct-24	18	18	17.02	17.18	17.42	20931	20931
01-Oct-24	17.66	18.2	17.5	17.91	17.75	23368	23368
30-Sep-24	18.84	18.84	17.18	17.66	17.99	62582	62582
27-Sep-24	18.08	18.08	17.56	18.08	18.08	28298	28298
26-Sep-24	16.72	17.22	15.72	17.22	16.86	24575	24575
25-Sep-24	16.9	17.49	16.29	16.4	16.48	50997	50997
24-Sep-24	17.62	17.97	16.77	17.14	17.29	17588	17588
23-Sep-24	18.8	18.8	17.46	17.62	17.84	56530	56530
20-Sep-24	18.44	18.44	17.6	18.37	18.22	22439	22439
19-Sep-24	18.28	18.9	17.71	18.11	18.17	15676	15676
18-Sep-24	18.99	18.99	18	18.51	18.41	13380	13380
17-Sep-24	18.77	18.98	18.23	18.47	18.69	17899	17899
16-Sep-24	19.91	19.91	18.26	18.79	18.97	49726	49726
13-Sep-24	18.8	19.75	18.7	19.05	19.11	17556	17556
12-Sep-24	19.2	19.2	18.2	18.87	18.88	12526	12526
11-Sep-24	19.16	19.16	18.16	18.86	18.78	11990	11990
10-Sep-24	18.8	19.55	18.52	18.78	18.94	11596	11596
09-Sep-24	18.81	19.6	18.31	19.21	19.19	10476	10476
06-Sep-24	19.84	20.15	18.45	19.11	19.07	29002	29002
05-Sep-24	19.65	20.37	19.21	19.42	19.84	10899	10899
04-Sep-24	19	20	19	19.92	19.81	14575	14575
03-Sep-24	19.18	19.86	18.55	19.52	19.34	14456	14456
02-Sep-24	20.47	20.47	19.06	19.28	19.27	29137	29137
30-Aug-24	20.48	21.09	19.46	19.93	20.19	15791	15791
29-Aug-24	20.01	20.8	20.01	20.48	20.30	24793	24793
28-Aug-24	19.7	20.55	19.01	20.14	19.74	27330	27330
27-Aug-24	20.59	20.9	19.7	19.74	20.02	22914	22914
26-Aug-24	21.45	21.78	20.42	20.59	21.05	49207	49207
23-Aug-24	20.98	22.24	20.34	21.4	21.75	103847	103847
22-Aug-24	21.4	21.48	19.6	21.41	21.05	116797	116797
21-Aug-24	20.46	20.46	20.46	20.46	20.46	37549	37549
20-Aug-24	19.49	19.49	19.49	19.49	19.49	16169	16169
19-Aug-24	18.57	18.57	18.57	18.57	18.57	10444	10444
16-Aug-24	17.69	17.69	17.69	17.69	17.69	15438	15438
14-Aug-24	16.81	16.85	15.32	16.85	16.69	46922	46922
13-Aug-24	15.95	16.39	14.86	16.05	15.13	2555354	2555354
12-Aug-24	17.09	17.09	15.6	15.61	15.62	4036558	4036558
09-Aug-24	17.12	17.95	16.27	16.28	16.28	3821948	3821948



08-Aug-24	17.45	17.45	16.92	17.12	17.14	11514	11514
07-Aug-24	16.22	17.78	16.22	16.92	16.96	17226	17226
06-Aug-24	17.05	18.48	16.91	16.99	17.18	21246	21246
05-Aug-24	17.82	19.49	17.78	17.79	18.27	24417	24417
02-Aug-24	18	19.4	18	18.71	18.65	24737	24737
01-Aug-24	18.62	19.56	18.62	18.92	19.12	44507	44507
31-Jul-24	20.9	21.65	19.59	19.59	20.83	116492	116492
30-Jul-24	20.62	20.62	20.62	20.62	20.62	11306	11306
29-Jul-24	19.64	19.64	19.64	19.64	19.64	16197	16197
26-Jul-24	18.71	18.71	17.93	18.71	18.67	25854	25854
25-Jul-24	17.82	17.82	17.1	17.82	17.74	49833	49833
24-Jul-24	15.45	16.98	15.43	16.98	16.63	69235	69235
23-Jul-24	16.25	16.86	16.18	16.18	16.22	74734	74734
22-Jul-24	17.1	17.98	17.03	17.03	17.05	50387	50387
19-Jul-24	18.92	18.92	18.92	18.92	18.92	23882	23882
18-Jul-24	21.05	21.11	21.02	21.02	21.05	12191	12191
11-Jun-24	4.4	4.67	4.2	4.67	4.47	587225	587225
10-Jun-24	4.27	4.29	4.13	4.25	4.22	209463	209463
07-Jun-24	4.08	4.13	3.96	4.1	4.05	148255	148255
06-Jun-24	4.07	4.07	3.91	3.95	3.97	120931	120931
05-Jun-24	4	4.08	3.54	3.84	3.85	175559	175559
04-Jun-24	4.18	4.25	3.71	3.88	3.88	146872	146872
03-Jun-24	4.35	4.35	3.8	3.88	3.96	157601	157601
31-May-24	3.98	4.13	3.91	3.96	4.00	95590	95590
30-May-24	4	4.08	3.92	3.96	3.99	44010	44010
29-May-24	4.03	4.08	3.96	3.99	4.02	32401	32401
28-May-24	4.15	4.15	3.95	4.05	4.01	88338	88338
27-May-24	4	4.19	3.96	4.07	4.06	169058	169058
24-May-24	3.86	4.14	3.86	4.02	4.01	84504	84504
23-May-24	4.02	4.23	4.02	4.06	4.09	42877	42877
22-May-24	4.1	4.27	3.97	4.1	4.09	98350	98350
21-May-24	4.09	4.24	4.09	4.17	4.19	60958	60958
18-May-24	4.15	4.23	3.95	4.09	4.11	10250	10250
17-May-24	4	4.2	3.92	4.07	4.05	80280	80280
16-May-24	4.12	4.27	3.93	4.03	4.13	26699	26699
15-May-24	4.38	4.38	4	4.12	4.22	119360	119360
14-May-24	4.18	4.18	4.18	4.18	4.18	42098	42098
13-May-24	3.99	3.99	3.99	3.99	3.99	53430	53430
10-May-24	3.87	3.87	3.8	3.8	3.81	28953	28953
09-May-24	3.8	3.87	3.8	3.87	3.82	16579	16579
08-May-24	3.8	3.8	3.78	3.8	3.79	58228	58228
07-May-24	3.85	3.85	3.85	3.85	3.85	50994	50994
06-May-24	3.96	3.96	3.9	3.9	3.96	38418	38418



03-May-24	4.02	4.02	3.96	3.96	4.01	60550	60550
02-May-24	4.02	4.03	4.02	4.02	4.02	85466	85466
30-Apr-24	4.12	4.17	4.01	4.02	4.12	86788	86788
29-Apr-24	4.25	4.25	4.09	4.09	4.19	40127	40127
26-Apr-24	4.17	4.17	4.17	4.17	4.17	51433	51433
25-Apr-24	4.09	4.09	4.09	4.09	4.09	62758	62758
24-Apr-24	3.95	4.01	3.95	4.01	4.00	89273	89273
23-Apr-24	3.94	3.94	3.94	3.94	3.94	83071	83071
22-Apr-24	4.1	4.1	4.02	4.02	4.03	23439	23439
19-Apr-24	4.16	4.16	4.1	4.1	4.15	32259	32259
18-Apr-24	4.08	4.08	4.08	4.08	4.08	46276	46276
16-Apr-24	4	4	3.9	4	3.92	29563	29563
15-Apr-24	3.97	3.97	3.97	3.97	3.97	66454	66454
12-Apr-24	4.05	4.05	4.05	4.05	4.05	27699	27699
10-Apr-24	4.2	4.2	4.13	4.13	4.16	36829	36829
09-Apr-24	4.21	4.21	4.21	4.21	4.21	49074	49074
08-Apr-24	4.29	4.29	4.29	4.29	4.29	96941	96941
05-Apr-24	4.37	4.37	4.37	4.37	4.37	133134	133134
04-Apr-24	4.43	4.45	4.36	4.45	4.45	57373	57373
03-Apr-24	4.23	4.24	4.14	4.24	4.22	128878	128878
02-Apr-24	4	4.04	3.93	4.04	4.03	85859	85859
01-Apr-24	3.84	3.85	3.67	3.85	3.84	219226	219226
28-Mar-24	3.67	3.76	3.5	3.67	3.72	270460	270460
27-Mar-24	3.75	3.79	3.49	3.59	3.62	293374	293374
26-Mar-24	3.85	3.85	3.66	3.67	3.71	327098	327098
22-Mar-24	3.82	3.99	3.71	3.85	3.79	334099	334099
21-Mar-24	4.09	4.09	3.74	3.9	3.78	624223	624223
20-Mar-24	4.18	4.2	3.86	3.93	4.01	265785	265785
19-Mar-24	3.9	4.09	3.85	4	3.97	247920	247920
18-Mar-24	4.18	4.29	3.9	3.9	3.94	311921	311921
15-Mar-24	4.3	4.5	4.09	4.1	4.16	178240	178240
14-Mar-24	4.52	4.71	4.3	4.3	4.40	161304	161304
13-Mar-24	4.66	4.94	4.52	4.52	4.62	137628	137628
12-Mar-24	5.05	5.05	4.71	4.75	4.78	48122	48122
11-Mar-24	4.9	5.1	4.7	4.91	4.85	99406	99406
07-Mar-24	4.9	4.99	4.71	4.93	4.86	103248	103248
06-Mar-24	5.05	5.27	4.8	4.95	4.93	120799	120799
05-Mar-24	5.44	5.44	4.99	5.05	5.04	164183	164183
04-Mar-24	5.2	5.43	5.18	5.25	5.25	94336	94336
02-Mar-24	5.02	5.46	5.02	5.38	5.38	34065	34065
01-Mar-24	5.05	5.48	5.05	5.22	5.22	82857	82857
29-Feb-24	5.3	5.56	5.1	5.29	5.28	79546	79546
28-Feb-24	5.4	5.5	5.2	5.3	5.33	52559	52559



27-Feb-24	5.54	5.64	5.33	5.37	5.40	112697	112697
26-Feb-24	5.55	5.6	5.2	5.51	5.43	80175	80175
23-Feb-24	5.52	5.69	5.25	5.45	5.37	251444	251444
22-Feb-24	5.95	5.95	5.5	5.52	5.54	241297	241297
21-Feb-24	6	6	5.62	5.78	5.79	117856	117856
20-Feb-24	6.05	6.05	5.75	5.91	5.89	87314	87314
19-Feb-24	5.79	5.9	5.42	5.8	5.70	125338	125338
16-Feb-24	5.51	5.85	5.45	5.7	5.68	78028	78028
15-Feb-24	5.71	5.92	5.48	5.62	5.63	53183	53183
14-Feb-24	5.7	5.79	5.41	5.71	5.62	57085	57085
13-Feb-24	6.06	6.06	5.65	5.67	5.68	124795	124795
12-Feb-24	5.89	6.18	5.6	5.94	5.89	165230	165230
09-Feb-24	6	6.2	5.69	5.89	5.78	138998	138998
08-Feb-24	6.24	6.24	5.89	5.98	5.98	81339	81339
07-Feb-24	6.17	6.43	5.96	6.01	6.02	239315	239315
06-Feb-24	5.96	6.5	5.96	6.18	6.15	138300	138300
05-Feb-24	6.82	6.82	6.27	6.27	6.33	169590	169590
02-Feb-24	6.5	6.64	6.4	6.6	6.57	246060	246060
01-Feb-24	6.3	6.33	6.05	6.33	6.28	178965	178965
31-Jan-24	5.85	6.03	5.85	6.03	6.02	100995	100995
30-Jan-24	5.95	5.95	5.51	5.75	5.79	101368	101368
29-Jan-24	6.12	6.19	5.7	5.78	5.85	126118	126118
25-Jan-24	5.9	6.23	5.9	6	6.04	130069	130069
24-Jan-24	6.12	6.12	5.9	6.08	6.02	94479	94479
23-Jan-24	6.6	6.6	6.12	6.12	6.28	127901	127901
20-Jan-24	6.52	6.62	6.24	6.44	6.36	103026	103026
19-Jan-24	6.25	6.6	6.25	6.4	6.39	128170	128170
18-Jan-24	6.44	6.44	6.15	6.33	6.28	144202	144202
17-Jan-24	6.5	6.79	6.35	6.44	6.46	135844	135844
16-Jan-24	6.96	6.96	6.32	6.68	6.87	415482	415482
15-Jan-24	6.01	6.63	6.01	6.63	6.50	186005	186005



ANNEXURE – VI			
S No	DATE	VOLUME	VALUE
1	26-Sep-24	24,575	4,14,440
2	27-Sep-24	28,298	5,11,622
3	30-Sep-24	62,582	11,25,606
4	01-Oct-24	23,368	4,14,814
5	03-Oct-24	20,931	3,64,664
6	04-Oct-24	14,121	2,37,460
7	07-Oct-24	24,906	4,05,542
8	08-Oct-24	14,720	2,38,999
9	09-Oct-24	13,390	2,35,232
10	10-Oct-24	9,586	1,73,030
11	11-Oct-24	10,100	1,76,034
12	14-Oct-24	6,665	1,16,989
13	15-Oct-24	61,099	10,19,125
14	16-Oct-24	9,253	1,56,518
15	17-Oct-24	18,843	3,13,788
16	18-Oct-24	3,893	66,148
17	21-Oct-24	7,057	1,19,611
18	22-Oct-24	10,612	1,76,106
19	23-Oct-24	8,033	1,32,655
20	24-Oct-24	64,487	11,10,198
21	25-Oct-24	11,331	1,95,155
22	28-Oct-24	63,168	10,70,751
23	29-Oct-24	55,976	10,30,077
24	30-Oct-24	80,601	15,22,676
25	31-Oct-24	50,756	10,03,553
26	01-Nov-24	70,324	14,41,850
27	04-Nov-24	88,135	18,44,943
28	05-Nov-24	62,325	13,45,913
29	06-Nov-24	24,938	5,10,670
30	07-Nov-24	22,053	4,47,350
31	08-Nov-24	13,681	2,59,181
32	11-Nov-24	5,783	1,06,397
33	12-Nov-24	21,412	3,93,505
34	13-Nov-24	19,243	3,41,344
35	14-Nov-24	11,736	2,12,577
36	18-Nov-24	23,256	4,35,955
37	19-Nov-24	12,605	2,47,236
38	21-Nov-24	72,088	14,92,312
39	22-Nov-24	34,225	6,91,680
40	25-Nov-24	11,233	2,25,930
41	26-Nov-24	9,660	1,92,145
42	27-Nov-24	6,779	1,33,944
43	28-Nov-24	37,134	7,66,508



44	29-Nov-24	73,143	15,62,497
45	02-Dec-24	74,897	16,62,662
46	03-Dec-24	68,481	15,90,839
47	04-Dec-24	94,910	22,48,340
48	05-Dec-24	31,912	7,48,550
49	06-Dec-24	31,324	6,99,638
50	09-Dec-24	42,921	9,13,429
51	10-Dec-24	11,507	2,46,466
52	11-Dec-24	15,241	3,30,255
53	12-Dec-24	7,323	1,55,718
54	13-Dec-24	7,859	1,67,541
55	16-Dec-24	21,887	4,61,139
56	17-Dec-24	28,625	6,05,101
57	18-Dec-24	28,989	6,09,959
58	19-Dec-24	28,862	6,34,247
59	20-Dec-24	45,327	10,47,329
60	23-Dec-24	61,621	14,42,138
61	24-Dec-24	13,875	3,15,274
62	26-Dec-24	75,571	17,96,905
63	27-Dec-24	62,622	15,65,947
64	30-Dec-24	54,431	14,29,064
65	31-Dec-24	1,38,544	37,53,909
66	01-Jan-25	40,736	10,59,249
67	02-Jan-25	73,360	19,54,444
68	03-Jan-25	91,534	26,07,770
69	06-Jan-25	1,11,792	33,15,246
70	07-Jan-25	1,65,357	50,76,138
71	08-Jan-25	1,14,373	36,30,855
72	09-Jan-25	1,30,742	41,20,698
73	10-Jan-25	66,985	20,06,041
74	13-Jan-25	16,697	4,74,705
75	14-Jan-25	4,946	1,33,618
76	15-Jan-25	16,545	4,24,627
77	16-Jan-25	22,669	5,69,787
78	17-Jan-25	20,710	5,41,523
79	20-Jan-25	21,539	5,90,288
80	21-Jan-25	30,410	8,58,902
81	22-Jan-25	91,160	27,03,724
82	23-Jan-25	11,696	3,47,686
83	24-Jan-25	36,553	11,06,043
84	27-Jan-25	90,982	28,22,593
85	28-Jan-25	16,527	5,06,306
86	29-Jan-25	1,976	58,904
87	30-Jan-25	18,880	5,52,237
88	31-Jan-25	13,031	3,83,848
89	01-Feb-25	11,643	3,49,330



90	03-Feb-25	9,184	2,65,142
	<b>Total</b>	<b>34,94,860</b>	<b>8,38,66,884</b>

90 trading days (i.e. From 26th September 2024 to 03rd February,2025) volume weighted average price of the equity shares quoted on Bombay Stock Exchange (BSE) preceding the Relevant Date, i.e., 03rd February, 2025 as follows

Total Value / Total Volume = VWAP

8,38,66,884 /34,94,860 =24.00

**BSE SCRIP CODE : 540023**

ANNEXURE – VII			
S No	DATE	VOLUME	VALUE
1	22-Jan-25	91160	2703724
2	23-Jan-25	11696	347686
3	24-Jan-25	36553	1106043
4	27-Jan-25	90982	2822593
5	28-Jan-25	16527	506306
6	29-Jan-25	1976	58904
7	30-Jan-25	18880	552237
8	31-Jan-25	13031	383848
9	01-Feb-25	11643	349330
10	03-Feb-25	9184	265142
	<b>Total</b>	<b>3,01,632</b>	<b>90,95,813</b>

10 trading days (i.e. From 22nd January, 2025 to 03rd February,2025) volume weighted average price of the equity shares quoted on Bombay Stock Exchange (BSE) preceding the Relevant Date, i.e., 03rd February, 2025 as follows

Total Value / Total Volume = VWAP

90,95,813 /3,01,632 =30.16

