

December 09, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
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Email: corp.relations@bseindia.com

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East), Mumbai-
400 051
Fax : 022- 2659 8237/ 38
Email: cmlist@nse.co.in

BSE Scrip Code: **539141**

NSE Symbol: **UFO**

Dear Sir / Ma'am,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

This is in continuation to our letter dated November 03, 2021 and November 26, 2021 regarding the approval for issue of equity shares on a preferential basis pursuant to Regulation 30 read with Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). In this regard, we hereby inform you as under:

(1) Allotment of equity shares to Nepean Focused Investment Fund on a preferential basis by way of private placement:

The Board of Directors of the Company at their meeting held on December 09, 2021 has approved the allotment of 93,99,933 (Ninety Three Lakhs Ninety Nine Thousand Nine Hundred and Thirty Three) equity shares of the Company of face value of INR 10 (Indian Rupees Ten Only) each fully paid-up in dematerialized form by way of preferential allotment for cash consideration to Nepean Focused Investment Fund, a scheme of investment of Nepean Investment Trust II, a category II alternative investment fund registered with Securities and Exchange Board of India (“Allottee”) at a price of INR 103.01/- (Indian Rupees One Hundred and Three and One Paise Only) per equity shares aggregating to INR 96,82,87,098.33/- (Indian Rupees Ninety Six Crores, Eighty Two Lakhs, Eighty Seven Thousand Ninety Eight and Thirty Three Paise) (“**Preferential Allotment**”).

Following such Preferential Allotment, the Allottee holds 24.90% of the total paid-up equity share capital of the Company and the issued, subscribed and paid-up share capital of the Company stands increased to INR 37,75,07,340 (Indian Rupees Thirty-Seven Crore Seventy-Five Lakhs Seven Thousand Three Hundred and Forty) comprising of 3,77,50,734 (Three Crore Seventy-Seven Lakh Fifty Thousand Seven Hundred and Thirty-Four) Equity Shares of face value of INR 10 (Indian Rupees Ten Only).

(2) Appointment of Additional Directors as Non-Executive Directors:

Upon recommendation of the Nomination and Remuneration Committee of the Board of Directors of the Company and in accordance with the provisions of Share Subscription Agreement dated November 3, 2021 executed between the Company and Nepean Capital LLP, acting in its capacity as the investment manager of Nepean Investment Trust II, a category II alternative investment fund through the scheme of investment Nepean Focused Investment Fund (“SSA”), the Board has considered and approved the appointment of the following directors w.e.f. December 09, 2021, as nominees of Nepean Focused Investment Fund, a scheme of investment of Nepean Investment Trust II, a category II alternative investment fund registered with Securities and Exchange Board of India:

Sr. No.	Name, DIN and Profile	Designation
1	<p data-bbox="336 306 775 338">Mr. Gautam Trivedi (DIN: 02647162)</p> <p data-bbox="336 376 483 407">Brief Profile</p> <p data-bbox="336 450 1027 584">Gautam Trivedi has 28 years of experience in the Indian and Asian financial markets having worked with some of the leading investment banks and fund management firms.</p> <p data-bbox="336 629 1027 909">He is the Co-Founder & Managing Partner of Nepean Capital that manages over US\$650 million and invests across Public & Private markets in India. Providing intelligent and patient capital is the foundation of their investment philosophy. Nepean Capital's first India fund had a gross return of 96.3%, making it among the Top 5 performing Mid & Small Cap funds. The fund outperformed its benchmarks by over 50%.</p> <p data-bbox="336 954 1027 1155">In his last role, Gautam was the CEO of Religare Capital Markets, one of India's leading Investment Banks. At Religare, his team and he worked extensively with Mid Cap companies and helped them re-rate. He pioneered 'The Great India Roadtrips' that conducted visits with investors to Tier 2 & 3 towns and to Rural India.</p> <p data-bbox="336 1200 1027 1581">Prior to that, Gautam was a Managing Director and Head of Equity Distribution at Goldman Sachs India. He moved to India from Goldman Sachs (Hong Kong) where he was an Executive Director in the Asian Equities team. In Hong Kong, he advised foreign institutional investors on their investments across China, South Korea, Taiwan, Singapore, ASEAN and India. At Goldman, Gautam helped raise billions of dollars for companies such as: Bank of Communication, LINK REIT, Tencent, Petrochina, Ping An Insurance, ICICI Bank, Infosys, Axis Bank, Power Grid Corp. of India, TATA Power, etc.</p> <p data-bbox="336 1626 1027 1984">A unique element of his work experience has been spending over four years in the M&A and Corporate Finance team at India's largest company, Reliance Industries Limited (Market Cap: US\$200 Billion). He focused on the build out of India's largest telecom network. That experience has given him an in-depth understanding of how companies operate with respect to Strategy, Finance and Execution. He has also worked at DSP Merrill Lynch, CLSA Asia and Jardine Fleming (Hong Kong).</p>	<p data-bbox="1054 306 1445 371">Additional Director, designated as Non-Executive Director</p>

	<p>Gautam graduated from the University of Southern California (USC) in Los Angeles with an MBA in Finance & Accounting. He also has a Bachelor of Law and a Bachelor of Commerce degrees from Mumbai University. In addition, he held/holds the following positions:</p> <ol style="list-style-type: none"> 1. Part of Board of Directors, Raymond Apparels Limited, Trivedi Consultants Pvt. Ltd., Extramarks Education India Private Limited., Anaheim Trading Private Limited., Landmark Cars Limited. 2. Member, Capital Markets Committee, Confederation of Indian Industry (CII), India's largest industry organization 3. Member, Capital Markets Committee, FICCI 4. Aspen Institute fellow, Aspen, Colorado 5. President of the USC Marshall Alumni Association of Mumbai 6. India Advisory Board of the USC Viterbi School of Engineering 	
2	<p>Mr. Anand Trivedi (DIN: 02059249)</p> <p><u>Brief Profile</u></p> <p>Anand Trivedi has over 27 years of experience in the financial industry, of which 18 years were spent investing in public and private markets in both India and Asia. His last role was Managing Director & Head of GE Private Equity in India investing primarily in Indian Mid Caps with strong growth potential. Prior to this he worked in Hong Kong with Nicholas Applegate Capital Management, Lehman Brothers and ABN AMRO Rothschild. He also ran Principal Investments in India for Shinsei Bank (Japan). Anand has strong corporate experience having worked for 4 years in the Corporate Finance and M&A team at Reliance Industries Ltd. He has been a Board observer in several investee companies, such as Syngene, C&S, Lemon Tree Hotels & OSE</p> <p>Anand graduated from Columbia Business School with an MBA and has Bachelor of Law & Bachelor of Commerce degrees from Mumbai University. In addition, he held/holds the following position:</p> <ol style="list-style-type: none"> 1. Part of Board of Director, Extramarks Education India Private Limited 	Additional Director, designated as Non-Executive Director

These directors shall hold office as 'additional directors' upto the date of next annual general meeting of the Company and such appointment shall be regularized in the next annual general meeting. None of the aforesaid directors have been debarred from holding office of director by virtue of any SEBI order or any such authority.

The details as required under the Listing Regulations and SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed herewith as **Annexure A & Annexure B** to this letter.

Request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For **UFO Moviez India Limited**

Kavita Thadeshwar
Company Secretary

ANNEXURE A

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

S. No.	Particulars	Information
1.	Name of Director	Mr. Gautam Trivedi
2.	Reasons for change viz., appointment, resignation, removal, death or otherwise;	Mr. Gautam Trivedi (DIN:02647162) has been appointed as an additional director (nominated by Nepean Focused Investment Fund, a scheme of investment of Nepean Investment Trust II, a category II alternative investment fund registered with Securities and Exchange Board of India) on the Board of the Company w.e.f. December 9, 2021.
3.	Date of appointment / cessation (as applicable) & term of appointment	<p>Date of Appointment: December 9, 2021</p> <p>Term of Appointment: To hold office as ‘additional director’ upto the date of next annual general meeting of the Company and such appointment shall be regularized in next annual general meeting.</p>
4.	Brief profile (in case of appointment)	<p>Gautam Trivedi has 28 years of experience in the Indian and Asian financial markets having worked with some of the leading investment banks and fund management firms.</p> <p>He is the Co-Founder & Managing Partner of Nepean Capital that manages over US\$650 million and invests across Public & Private markets in India. Providing intelligent and patient capital is the foundation of their investment philosophy. Nepean Capital’s first India fund had a gross return of 96.3%, making it among the Top 5 performing Mid & Small Cap funds. The fund outperformed its benchmarks by over 50%.</p> <p>In his last role, Gautam was the CEO of Religare Capital Markets, one of India’s leading Investment Banks. At Religare, his team and he worked extensively with Mid Cap companies and helped them re-rate. He pioneered ‘The Great India Roadtrips’ that conducted visits with investors to Tier 2 & 3 towns and to Rural India.</p> <p>Prior to that, Gautam was a Managing Director and Head of Equity Distribution at Goldman Sachs India. He moved to India from Goldman Sachs (Hong Kong) where he was an Executive Director in the Asian Equities team. In Hong Kong, he advised foreign institutional investors on their investments across China, South Korea, Taiwan, Singapore, ASEAN and India. At Goldman, Gautam helped raise billions of dollars for companies such as:</p>

		<p>Bank of Communication, LINK REIT, Tencent, Petrochina, Ping An Insurance, ICICI Bank, Infosys, Axis Bank, Power Grid Corp. of India, TATA Power, etc.</p> <p>A unique element of his work experience has been spending over four years in the M&A and Corporate Finance team at India's largest company, Reliance Industries Limited (Market Cap: US\$200 Billion). He focused on the build out of India's largest telecom network. That experience has given him an in-depth understanding of how companies operate with respect to Strategy, Finance and Execution. He has also worked at DSP Merrill Lynch, CLSA Asia and Jardine Fleming (Hong Kong).</p> <p>Gautam graduated from the University of Southern California (USC) in Los Angeles with an MBA in Finance & Accounting. He also has a Bachelor of Law and a Bachelor of Commerce degrees from Mumbai University. In addition, he held/holds the following positions:</p> <ol style="list-style-type: none"> 1. Part of Board of Directors, Raymond Apparels Limited, Trivedi Consultants Pvt. Ltd., Extramarks Education India Private Limited, Anaheim Trading Private Limited, Landmark Cars Limited. 2. Member, Capital Markets Committee, Confederation of Indian Industry (CII), India's largest industry organization 3. Member, Capital Markets Committee, FICCI 4. Aspen Institute fellow, Aspen, Colorado 5. President of the USC Marshall Alumni Association of Mumbai 6. India Advisory Board of the USC Viterbi School of Engineering
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Anand Trivedi and Mr. Gautam Trivedi are brothers. Save and except the above, Mr. Gautam Trivedi is not related to any other member of the Board.

ANNEXURE B

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

S. No.	Particulars	Information
1.	Name of Director	Mr. Anand Trivedi
2.	Reasons for change viz., appointment, resignation, removal, death or otherwise;	Mr. Anand Trivedi (DIN:02059249) has been appointed as an additional director (nominated by Nepean Focused Investment Fund, a scheme of investment of Nepean Investment Trust II, a category II alternative investment fund registered with Securities and Exchange Board of India) on the Board of the Company w.e.f. December 9, 2021.
3.	Date of appointment / cessation (as applicable) & term of appointment	Date of Appointment: December 9, 2021 Term of Appointment: To hold office as 'additional director' upto the date of next annual general meeting of the Company and such appointment shall be regularized in next annual general meeting.
4.	Brief profile (in case of appointment)	Anand Trivedi has over 27 years of experience in the financial industry, of which 18 years were spent investing in public and private markets in both India and Asia. His last role was Managing Director & Head of GE Private Equity in India investing primarily in Indian Mid Caps with strong growth potential. Prior to this he worked in Hong Kong with Nicholas Applegate Capital Management, Lehman Brothers and ABN AMRO Rothschild. He also ran Principal Investments in India for Shinsei Bank (Japan). Anand has strong corporate experience having worked for 4 years in the Corporate Finance and M&A team at Reliance Industries Ltd. He has been a Board observer in several investee companies, such as Syngene, C&S, Lemon Tree Hotels & OSE. Anand graduated from Columbia Business School with an MBA and has Bachelor of Law & Bachelor of Commerce degrees from Mumbai University. In addition, he held/holds the following positions: 1. Part of Board of Directors Extramarks Education India Private Limited
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Anand Trivedi and Mr. Gautam Trivedi are brothers. Save and except the above, Mr. Anand Trivedi is not related to any other member of the Board.