

The Indian Performing Right Society Limited
CIN: U92140MH1969GAP014359
Regd. Office: 208, Golden Chambers, New Andheri Link Road,
Andheri (West), Mumbai- 400053
Tel: 2673 3748/49/50/6616
Email: responseagm@iprs.org Website: www.iprs.org

ADDENDUM TO THE NOTICE OF 52nd ANNUAL GENERAL MEETING

Addendum is hereby given to the Original Notice of the 52nd Annual General Meeting (52nd AGM) of the Members of The Indian Performing Right Society Limited which will be held on Thursday, 15th September, 2022 at 11.30 A.M. IST at ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai – 400 049, to transact the following business in addition to the business as mentioned in the original notice of the 52nd AGM:

THE RESOLUTION VIDE ITEM NO. 10 FOR APPOINTMENT OF AUTHOR-COMPOSER DIRECTOR IS FOR VOTING BY AUTHOR-COMPOSER MEMBERS ONLY IN ACCORDANCE WITH ARTICLE 24 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY:

10. 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 Sections 152 and 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with Article 24 of the Articles of Association of the Company, Mr. Syed Ahmed (DIN: 08298783), who fulfills the criteria for appointment of Director in accordance with Article 24 of the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from him under Section 160 of the Companies Act, 2013 along with necessary security deposit amount, proposing his candidature for the office of Author-Composer Director - Region - East, be and is hereby appointed as a Director of the Company who shall be liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary and expedient for giving effect to this resolution, for obtaining approval(s) of all applicable authorities and/or otherwise considered by them in the best interest of the Company.”

By Order of the Board
For **The Indian Performing Right Society Limited**

Place: Mumbai
Date: 03.09.2022

Sd/-
JAVED AKHTAR
CHAIRMAN
DIN:00112984

Notes:

1. **A MEMBER IS ENTITLED TO ATTEND AND VOTE AT THE MEETING. AS PER ARTICLE 23(a) OF THE ARTICLES OF ASSOCIATION OF THE COMPANY, NO MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT ANOTHER PERSON AS PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS/HER/ITS BEHALF.**

2. In accordance with the requirements of the Copyright Act, 2012 read with the Copyright Rules, 2013, following documents are being presented and shall be made available for inspection of any Member of the Company at the venue of the ensuing 52nd Annual General Meeting and at the Registered office of the Company during business hours on all working days till the date of ensuing 52nd Annual General Meeting:
 - (i) Memorandum and Articles of Association
 - (ii) Register of Directors
 - (iii) Register of Members
 - (iv) Tariff Scheme of the Company
 - (v) Distribution Policy / Rules and methods
 - (vi) Annual Budget for the Financial Year 2022-23
 - (vii) List of Reciprocal Agreements with foreign copyright societies under Section 34(2) of the Copyright Act, 1957
 - (viii) Annual Transparency Report for the Financial Year 2021-22

3. The Members attending the meeting, are advised to adhere to the following precautions:
 - (a) Carry the Certificate/Universal Pass confirming both the doses of vaccination.
 - (b) Members shall wear and continue to wear mask during the course of meeting as a precautionary measure.

The sitting arrangement at the Meeting venue shall be made in accordance with the prevailing restrictions, if any, prescribed by the government authorities.

4. Member attending the Meeting must fill-in the Attendance Slip sent herewith to attend the Meeting.

5. In case of deceased Members, their respective legal heirs will be permitted to attend but not be entitled to participate and/or vote at the Annual General Meeting (AGM).

6. Members in person and Legal Heirs may please carry Photo ID Card for identification/verification purpose.

7. Family Members, Friends, Children of the Members/Legal Heirs, shall not be permitted to attend the meeting.
8. Members desirous of obtaining any information concerning accounts and other operational matters of the Company are requested to send their queries to the registered office of the Company at least seven days before the date of the AGM. In case of receipt of query at any time less than seven days before the AGM, such query will not be answered at the AGM but will be dealt with separately by the Company.
9. In case of Members being bodies corporate, such Members are required to attach Certified True Copy of the Resolution passed by their Board of Directors for appointment of Authorised Representative under Section 113 of the Companies Act, 2013 along with Attendance Slip.
10. Members are requested to notify the Company about their change of address, if any.
11. The business matters set out in the Notice and Addendum to the notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to remote e-voting prior to the AGM provided by Central Depository Services (India) Limited (CDSL) are given herein below in this Notice. In case of any queries or grievances in connection with remote e-voting, the members may contact Mr. Manish Jani or Ms. Vibha Oza at 26733748/26733749/26733750/ 26736616 or may write to them at the Registered Office address of the Company or by email at responseagm@iprs.org.
12. Route Map to the Venue of the AGM is annexed to this Notice.
13. Statement pursuant to Section 102(1) of the Companies Act, 2013 in relation to the Special Business to be transacted at the AGM is annexed hereto.
14. All the relevant documents referred to in this AGM Notice, addendum to the notice and Explanatory Statement etc., Register of Directors maintained under Section 170 and Register of Contracts or Arrangements, if any, in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and other documents shall be available for inspection by the members at the venue of the ensuing 52nd Annual General Meeting and at the Registered office of the Company during business hours on all working days till the date of ensuing 52nd Annual General Meeting.
15. Information and other instructions relating to voting by electronic means:
 - 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 from time to time, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed in this notice, addendum to the notice by electronic means and

the business may be transacted through e-Voting Services and the said resolutions will not be decided on a show of hands at the AGM.

- b. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- c. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- d. The remote e-voting period commences on Monday, the 12th September, 2022 at 9:00 A.M. and ends on Wednesday, the 14th September, 2022 at 5:00 P.M. The cut-off date pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is 8th September, 2022. The remote e-voting module shall be forthwith blocked by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently as per Rule 20 Sub Rule (vii) of the Companies (Management & Administration) Rules, 2014.

E-Voting Process:

The instructions for members voting electronically are as under:

- i. The voting period begins on Monday, the 12th September, 2022 at 9:00 A.M. and ends on Wednesday, the 14th September, 2022 at 5:00 P.M. During this period such members whose names are recorded in the Register of Members shall be entitled to cast their vote electronically. The Remote e-voting module shall be disabled for voting thereafter.
- ii. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote by voting by Ballot during the AGM.
- iii. The Members should log on to the e-voting website www.evotingindia.com.
- iv. Click on Shareholders.
- v. Now Enter your User ID provided to you along with the notice and addendum to the notice for this Annual General Meeting.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. Enter your password to be used provided to you along with the notice for this Annual General Meeting.
- viii. After entering these details appropriately, click on "SUBMIT" tab.

- ix.** Click on the EVSN of The Indian Performing Right Society Limited on which you choose to vote.
- x.** On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xi.** Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire bus in details.
- xii.** After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiii.** Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv.** You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

- A. The voting right of the members shall be in accordance with Article 21 of the Articles of Association of the Company.
- B. A copy of this notice and addendum to the notice has been placed on the website of the Company and on the website of CDSL.
- C. Mr. Himanshu S. Kamdar, Practicing Company Secretary (Membership No. FCS 5171) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- D. The Scrutinizer shall within a period not exceeding three (3) days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- E. The results shall be declared on or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.iprs.org and on the website of CDSL within 3 (Three) days of passing of the resolutions at the Annual General Meeting and will be communicated to Members accordingly.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013, THE FOLLOWING STATEMENT SETS OUT ALL THE MATERIAL FACTS RELATING TO THE BUSINESS ITEM NOS. 10 OF THE ADDENDUM TO THE NOTICE OF THE AGM.

Item No. 10

In connection with the 52nd Annual General Meeting (52nd AGM) of the Members of the Company which is scheduled to be held on 15th September, 2022, the Company has received nomination from Mr. Syed Ahmed (DIN: 08298783), Author-Composer Member for election as Author-Composer Director, representing Region - East, as per the Resolution vide Serial No. 10 of the Addendum to the Original Notice of the 52nd AGM. Subsequent to the dispatch of the said Original Notice of 52nd AGM, the Company has received the said nomination till the closure of business hours on 31st August, 2022 and proposed the same for approval of members as mentioned in the Addendum to the Notice of 52nd AGM.

Accordingly, the members are requested to consider appointment of Mr. Syed Ahmed (DIN: 08298783), as Author-Composer Director, representing Region - East as per the Resolution No. 10 as proposed in Addendum to the Notice of the 52nd AGM. A brief profile of Mr. Syed Ahmed is appended herewith for the perusal and reference of the members.

The documents as referred to in the resolution are available for inspection by the Members at the registered office of the Company during business hours on all working days till the date of the ensuing Annual General Meeting.

None of the Directors and/or their relatives shall be deemed to be interested in the above resolution.

By Order of the Board
For **The Indian Performing Right Society Limited**

Place: Mumbai
Date: 03.09.2022

Sd/-
JAVED AKHTAR
CHAIRMAN
DIN:00112984

**BRIEF PROFILE OF CANDIDATE PROPOSED TO BE APPOINTED AS AUTHOR-COMPOSER
DIRECTOR OF THE COMPANY VIDE ADDENDUM TO THE ORIGINAL NOTICE OF 52nd ANNUAL
GENERAL MEETING**

Name of the Director	Mr. Syed Ahmed
Age	61 years
Qualifications	B.A. LLB
Director Identification Number (DIN)	08298783
No. of Works registered with IPRS	188
Nature of Expertise & Experience	Composition of Music on various fields
Relationship with existing Director(s) of the Company	Not Applicable
Name of other Companies in which also holds Directorship	Nil
Date of first appointment on the Board	26 th December, 2018
Number of the meetings of the Board attended during the year	Not Applicable
Region	East

DETAILS OF VENUE OF THE 52ND ANNUAL GENERAL MEETING

Address:

ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai – 400 049

ROUTE MAP

