Euro Multivision Limited

GIN : L32300MH2004PLC145995

November 2, 2020

To,

The Manager – CRD	The Manager-Listing Department
BSE Limited	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers,	"Exchange Plaza", Bandra Kurla Complex,
Dalal Street, Fort.	Bandra (East),
Mumbai – 400 001	Mumbai – 400 051
Scrip Code: **533109**	Symbol: **EUROMULTI**

Sub.: Notice of Annual General Meeting.

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable statutory provisions, please find enclosed herewith the Notice of the Annual General Meeting of the Members of the Company scheduled on Wednesday, November 25, 2020 to be held through electronic means / video conferencing (VC). AGM Notice including e-voting instructions is being sent to members of the Company through email and is also available on the Company's website www.euromultivision.com.

We request you to take the same on record.

Thanking you

For Euro Multivision Limited

Hitesh Shah
Chairman & Whole-time Director
DIN: 00043059

Encl.: A/a

Regd. Office : F-12, Ground Floor, Sangam Arcade, Vallabhbhai Road, Vile Parle (West), Mumbai - 400 056. INDIA.
Tel.: +91-22-4036 4036 Fax : +91-22-4036 4037 Email : admin@euromultivision.com Website : www.euromultivision .com
Plant : Survey No. 508,509, Bhachau, Dudhai Road, Bhachau (Kutch), Gujarat - 370140. INDIA. Tel. : (+91-2837) 224730 / 224713
: Survey No. 492, 504, 505/1, 505/2, 506, Bhachau, Dudhai Road, Bhachau (Kutch), Gujarat - 370140. INDIA. Tel. : 09909951251

EURO MULTIVISION LIMITED

CIN: L32300MH2004PLC145995

Registered Office: F/12, Ground Floor, Sangam Arcade, Vallabhbhai Road,
Vile Parle (West), Mumbai 400 056
Phone: +91-22-4036 4036; **Fax:** +91-22-4036 4037;
E-mail: info@euromultivision.com; **Website:** www.euromultivision.com;

NOTICE

NOTICE is hereby given that the 16th (Sixteenth) Annual General Meeting of the members of Euro Multivision Limited will be held on Wednesday, the 25th day of November, 2020 at 10.00 a.m. through video Conferencing ('VC') facility or other audio visual means ('OAVM'), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Hitesh Shah (DIN: 00043059), Whole-time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Statutory Auditor to fill casual vacancy.

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

"RESOLVED THAT pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactments thereof for the time being in force) M/s. S. S. Singhvi & Associates, Chartered Accountants, Surat, (Firm Registration No.: 114980W), be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Rasesh Shah & Associates, Chartered Accountants, Surat (Firm Registration No.: 108671W).

RESOLVED FURTHER THAT M/s. S. S. Singhvi & Associates, Chartered Accountants, (Firm Registration No.: 114980W), be and are hereby appointed as Statutory Auditors of the Company to hold the office from 6th October, 2020, until the conclusion of this 16th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."

4. Appointment of Statutory Auditor.

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

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactments thereof for the time being in force) M/s. S. S. Singhvi & Associates, Chartered Accountants, (Firm Registration No.: 114980W), be and are hereby appointed as Statutory Auditors of the Company to hold office for a period of 5 (five) years, from the conclusion of the 16th Annual General Meeting till the conclusion of the 21st Annual General Meeting of the Company to be held in the year 2025 and to audit the financial statements of the Company of financial years from 2020-21 to 2024-25, at a remuneration of Rs. 3,00,000/- plus applicable taxes and out-of-pocket expenses in connection with the audit for the financial year 2020-21, and thereafter, on such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."

5. Approval of Related Party Transaction:

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

"RESOLVED THAT pursuant to the provisions of Regulation 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the consent of the members of the Company be and is hereby accorded to continue/enter into related party transactions for loan taken from the Director of the Company as per the details mentioned herein below:

Name of the Related Party	Nature of transactions	Actual Value of Transaction (Amt. in Rs)	Approximate Value of Transaction (Amt. in Rs)	
Hitesh Shah Chairman & Whole-Time Director	Loan to Company	**2019-20**	**2020-21**	**2021-22**
		1,83,04,500/-	10,00,00,000/-	12,00,00,000/-

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby, authorized to do or cause to be done all such acts, matters, deeds and things as may be required to carry on the purpose of the aforesaid resolution".

By Order of the Board of Directors
For Euro Multivision Limited

Hitesh Shah
Chairman & Whole Time Director
DIN: 00043059

Place: Mumbai
Date: 6th October, 2020

NOTES:

1. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting (AGM or the Meeting) through VC/ OAVM, without the physical presence of the Shareholders at a common venue.

   Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 ("the Act") read with the MCA Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company has decided to convene its ensuing 16th AGM through VC/ OAVM, and the Shareholders can attend and participate in the ensuing AGM through VC/ OAVM.

   The attendance of the shareholders attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act 2013.

2. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning businesses under Item Nos. 3 to 5 of the Notice, is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed.

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the Annual General Meeting (AGM) 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 AGM is being held pursuant to the MCA Circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA Circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.

4. Members desirous of any information or queries on accounts or relevant reports are requested to send their queries at least 7 (seven) days in advance to the Company at its email info@euromultivision.com to enable the Company to collect the relevant information and answer them in the meeting.

5. Institutional/Corporate shareholders (i.e. other than individuals/HUF/NRI etc.) are required to send scanned copy of its Board or governing body resolution/authorization etc. authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting.

6. The Register of Members and Share Transfer Books will remain closed from from Thursday, 19th November, 2020 to Wednesday, 25th November, 2020 (both days inclusive), in connection with the ensuing AGM and the payment of dividend.

7. The Register of Directors and Key Managerial Personnel and their Shareholdings, as maintained under Section 170 and Register of Contracts or Arrangements in which Directors are interested as maintained under Section 189 of the Act, and all other documents referred to in the Notice will be available for inspection in electronic mode.

8. SEBI has decided that securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares that are held by them in physical form.

9. **Nomination:** Members can avail the facility of nomination in respect of shares held by them in physical form pursuant to section 72 of the Act read with relevant rules. Members desiring to avail of this facility may send their nomination in the prescribed form no. SH-13 duly filled in and signed to the Company or RTA. Member may contact secretarial department on 022-4036 4036 for guidance to avail facilities or matters as mentioned in this Notice.

10. **Communication through e-mail:** As responsible citizens of the world, we would like to do our bit to protect our environment and reduce our carbon footprint. We request our valued shareholders to join us in our endeavor to save the planet by registering their email ids to receive all communication electronically. This would also be in conformity with the legal provisions.

It may be noted that the Company would communicate important and relevant information, events and send the documents including the intimations, notices, annual reports, financial statements etc. in electronic form, to the email address of the respective members. Further information in this respect is also posted on website of the Company www.euromultivision.com.

To support green initiative, members who have not registered their e-mail address so far, are requested to register the same in the following manner.

a. In respect of electronic/demat holdings, through concerned Depository Participant (DP).

b. Members who hold shares in physical form are requested to send their email address to info@euromultivision.com quoting name and folio number.

   This initiative would enable the members to receive communication promptly besides paving way for reduction in paper consumption and wastage. You would surely appreciate your Company's desire to participate in the Green Movement initiative. In case of any change in the email address, shareholders can update it in the same manner as mentioned above

11. Members holding shares in physical mode are required to submit their Permanent Account Number (PAN) to the Registrar and Share Transfer Agents viz. Link Intime India Private Limited, C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400 083, as mandated by the Securities and Exchange Board of India (SEBI) for every participants in securities market.

    Members holding shares in electronic mode are requested to submit their PAN to their respective DPs with whom they are maintaining their demat accounts, as mandated by the SEBI for every participants in securities market.

12. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

13. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio.

14. Non Resident Indian members are requested to inform the Company's Registrar and Share Transfer Agent, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFSC and MICR Code, as applicable if such details were not furnished earlier.

15. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Registrar & Transfer Agent M/s. Link Intime India Private Limited.

16. M/s. Manish Ghia & Associates, Company Secretaries, Mumbai has been appointed as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner.

The Scrutinizer shall, within a period of 48 hours from the conclusion of AGM, make a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit it to the Chairman or a person authorized by him in writing.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.euromultivision.com and on the website of CDSL immediately after the result is declared. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

Voting through electronic means:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.evotingindia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

(i) The voting period begins on Sunday, 22nd November, 2020 (9:00 a.m.) and ends on Tuesday, 24th November, 2020 (5:00 p.m.) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 18th November, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during the meeting.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

(v) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
Dividend Bank Details OR Date of Birth (DOB)	• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is sent by Company/RTA.
	• Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction(v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant **Euro Multivision Limited** on which you choose to vote.

(xiii) 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.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) 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.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like 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 Aadhar Card) by email to Company at info@euromultivision.com /RTA at rnt.helpdesk@linkintime.co.in.

2. For Demat shareholders -, please provide Demat account detials (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company at info@euromultivision.com / RTA at rnt.helpdesk@linkintime.co.in.

3. The Company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@euromultivision.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@euromultivision.com. These queries will be replied to by the company suitably by email.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(xx) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com**.**
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address scrutinizer@mgconsulting.in and to the Company at the email address info@euromultivision.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

The Members of the Company at its 14th Annual General Meeting ('AGM') held on 28th September, 2018 had appointed M/s. Rasesh Shah & Associates, Chartered Accountants (Firm Registration No.: 108671W) as the Statutory Auditors of the Company to hold office from the conclusion of 14th AGM till the conclusion of 19th AGM of the Company.

M/s. Rasesh Shah & Associates vide their letters dated 8th September, 2020 and 24th September, 2020 resigned from the position of Statutory Auditors of the Company with effect from 1st October, 2020, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013. The Board of Directors at its meeting held on 6th October, 2020, as per the recommendation of the Audit Committee, and pursuant to the provisions of Section 139(8) of the Companies Act, 2013, have appointed M/s. S. S. Singhvi & Associates, Chartered Accountants, (Firm Registration No.: 114980W), to hold office as the Statutory Auditors of the Company till the conclusion of 16th AGM and to fill the casual vacancy caused by the resignation of M/s. Rasesh Shah & Associates, Chartered Accountants (Firm Registration No.: 108671W) subject to the approval by the members at the 16th AGM of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

The Company has received consent letter and eligibility certificate from M/s. S. S. Singhvi & Associates, Chartered Accountants, (Firm Registration No.: 114980W), to act as Statutory Auditors of the Company in place of M/s. Rasesh Shah & Associates, Chartered Accountants (Firm Registration No.: 108671W), along with a confirmation that, their appointment, if made, would be within the limits prescribed under the Companies Act, 2013. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 3 of the Notice for appointment and payment of remuneration to the Statutory Auditors.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution. The Board recommends the Ordinary Resolution as set out at Item No.3 of the Notice of 16th AGM of the Company for member's approval.

ITEM NO. 4:

The Board of Directors at its meeting held on 6th October, 2020, as per the recommendation of the Audit Committee and pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions if any, recommended the appointment of M/s. S. S. Singhvi & Associates, Chartered Accountants, (Firm Registration No.: 114980W), as Statutory Auditors of the Company to hold office for a period of 5 (five) years, from the conclusion of the 16th AGM till the conclusion

of the 21st AGM of the Company to be held in the year 2025, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company. The Company has received consent letter and eligibility certificate from M/s. S. S. Singhvi & Associates to act as Statutory Auditors of the Company along with a confirmation that, their appointment, if made, would be within the limits prescribed under the Companies Act, 2013. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 4 of the Notice for appointment and payment of remuneration to the Statutory Auditors.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution. The Board recommends the Ordinary Resolution as set out at Item No.4 of the Notice of 16th AGM of the Company for member's approval.

ITEM NO. 5:

In view of the nature of business and to meet the working capital requirements, the Company avails loan from Mr. Hitesh Shah, Chairman & Whole-time Director of the Company on a regular basis.

Mr. Hitesh Shah, Chairman & Whole-time Director of the Company is a related party pursuant to the applicable provisions of Accounting Standards issued by Institute of Chartered Accountants of India and SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015, ('Listing Regulations').

Currently, the Company is not carrying any profitable business. Hence, the turnover of the Company is less since quite some years. The Company obtains loan for making the payment of day to day administrative expenses. Hence, all transactions of the Company with its related parties are in ordinary course of business and at arms' length basis and being material in nature, per se, require approval of the unrelated shareholders of the Company in a general meeting by an Ordinary Resolution.

The brief details of the related party transaction are mentioned hereunder:

(1) Name of the Related Party: : Mr. Hitesh Shah

(2) Nature of Relationship: : Chairman & Whole time Director

(3) Nature, material terms, monetary value and particulars of the contract or arrangement: : Loan given to the Company.

(4) Monetary Value:

Name of the Related Party	Nature of transactions	Actual Value of Transaction (Amount in Rs.)	Approximate Value of Transaction (Amount in Rs.)	
		2019-20	2020-21	2021-22
Hitesh Shah Chairman & Whole-Time Director	Loan to Company	1,83,04,500/-	10,00,00,000/-	12,00,00,000/-

(*) The above proposal was approved by the Audit Committee and is recommended by the Board of Directors to the unrelated shareholders of the Company for their approval.

As per provisions of Regulation 23 of Listing Regulations, all entities falling under the definition of related parties shall abstain from voting irrespective of whether the entity is a party to the particular transaction or not. Accordingly, all related parties of the Company will not vote on this resolution.

The Board recommends the Ordinary Resolution as set out at Item No.5 of the Notice of 16th AGM of the Company for member's approval.

Except Mr. Hitesh Shah, no other Director or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in this resolution.

By Order of the Board of Directors
For Euro Multivision Limited

Hitesh Shah
Chairman & Whole Time Director
DIN: 00043059

Place: Mumbai
Date: 6th October, 2020

In pursuance of the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) details of Director seeking re-appointment at the 16th Annual General Meeting are as follows:

Name	Mr. Hitesh Shah
Designation	Chairman & Whole-time Director
DIN	00043059
Date of Birth/ Age	10th April, 1978 (42 years)
Nationality	Indian
Date of first appointment on the Board	18th July, 2016
Qualifications	HSC
Expertise and Experience in functional area	He has vast experience in Finance and Budgeting
Number of shares held in the Company	2,96,634 equity shares
List of Directorships held in various other Companies	Nil
List of Chairman/Membership of various Committees held in public Companies	Chairman: NIL Membership: Euro Multivision Limited 1 Audit Committee; and 2 Stakeholder's Relationship Committee.
Relationship with existing Directors and Key Managerial Personnel of the company	Not Related
Number of Board Meetings attended during the financial year 2019-20	05 (Five)
Terms and Conditions of appointment or re-appointment and remuneration sought to be paid or last drawn	There is no change in terms & conditions for appointment including remuneration.

By Order of the Board of Directors
For Euro Multivision Limited

Hitesh Shah
Chairman & Whole Time Director
DIN: 00043059

Place: Mumbai
Date: 6th October, 2020