

Date: November 10, 2017

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Fax: 022 – 2272 3121

BSE Scrip Code: 539141

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

NSE Scrip Code: UFO

Dear Sir / Ma'am,

Sub: UFO - Qube Composite Scheme of Arrangement and Amalgamation Investor Presentation

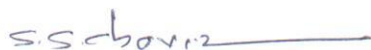
Attached herewith presentation to be made to investors on UFO - Qube Composite Scheme of Arrangement and Amalgamation.

Kindly take the same on your records.

Thanking you.

Yours truly,

For **UFO Moviez India Limited**

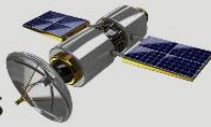


Sameer Chavan
Company Secretary

Encl: a/a

**Captive audience, customized
content & audited displays**

are attracting a growing number of in-cinema
advertisers wishing for better recall amongst audiences



**UFO – Qube
Composite Scheme of
Arrangement and Amalgamation
Investor Presentation
November 2017**



**India's largest digital cinema distribution network
and in-cinema advertising platform***

UFO
digital cinema
UFO Moviez India Limited

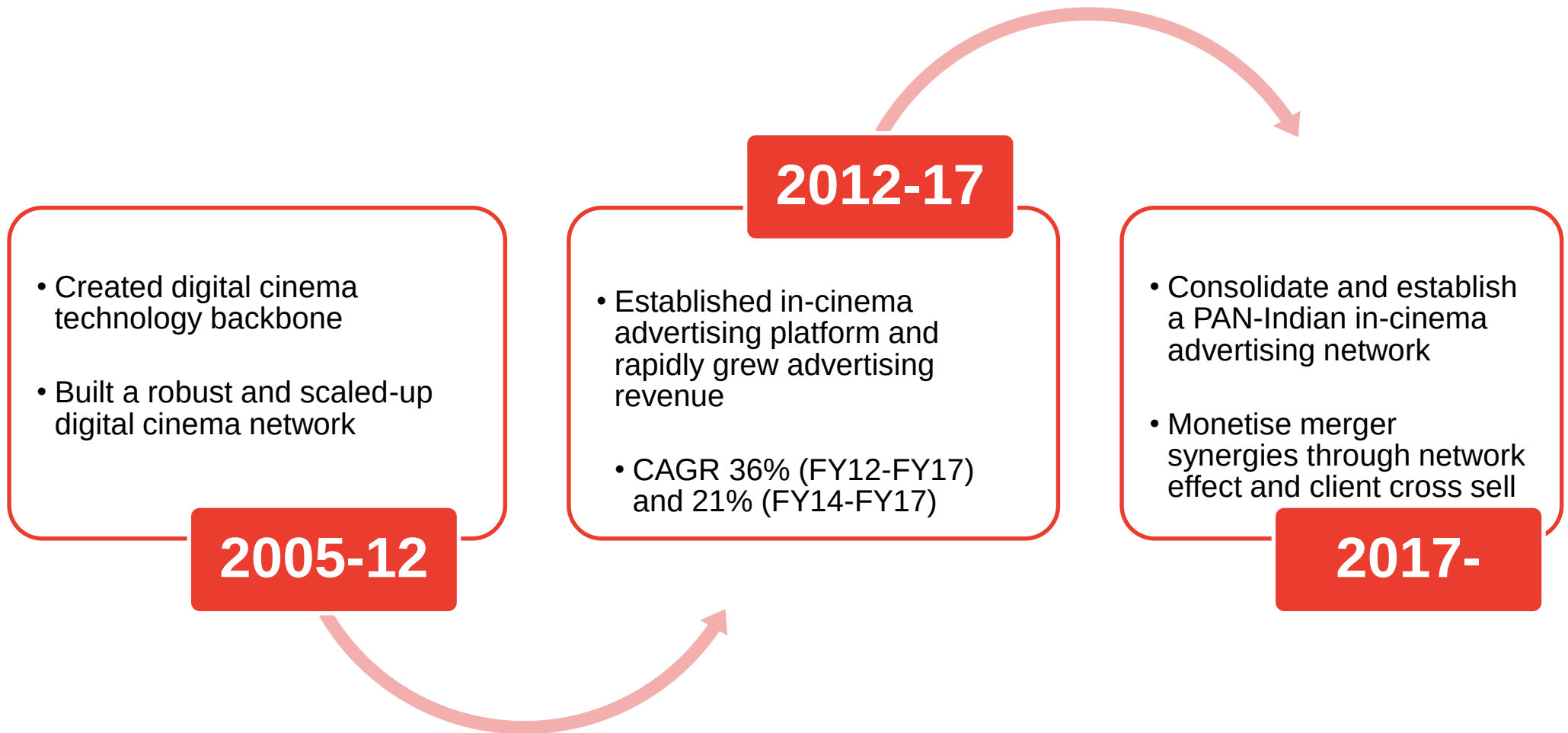
* in terms of number of screens.

Certain statements in this update concerning our future growth prospects are forward looking statements, which involve a number of risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The achievement of such results is subject to risks, uncertainties and even inaccurate assumptions. Readers may please take a note of this.

Building India's Premier In-Cinema Media Company



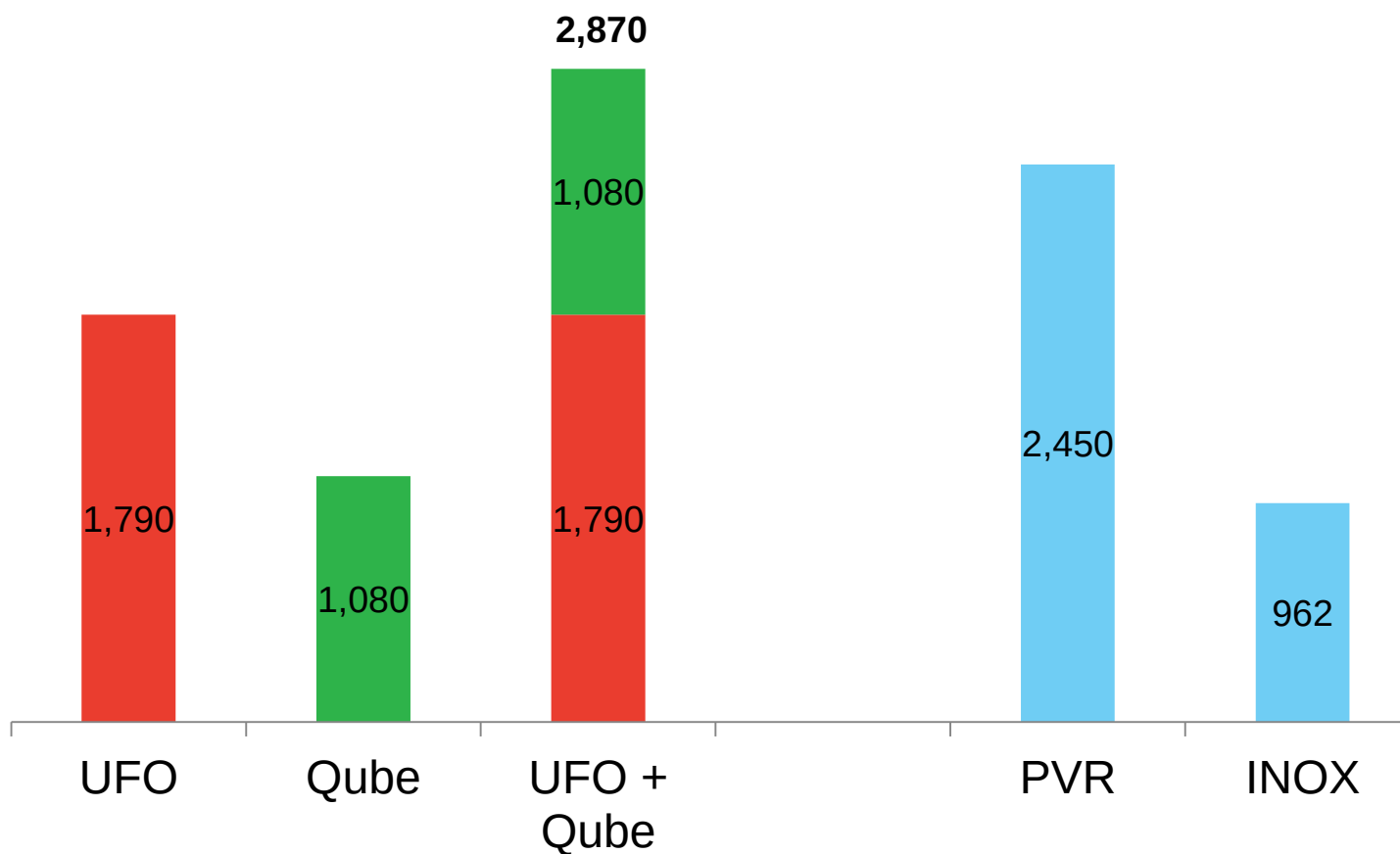
Our Journey



Building India's Premier In-Cinema Media Company



Advertising / Sponsorship Revenue (2016-17) Rs. Mn



Source: Company disclosures

Building India's Premier In-Cinema Media Company



FY17 Financial Snapshot

Rs. Mn	UFO	Qube
Revenue*	5,989	3,627
EBITDA**	1,845	808
PAT***	632	321

FY17 Revenue Mix

Rs. Mn	UFO	Qube
Advertisement Revenue	1,790	1,080
Virtual Print Fees	2,514	1,306
Lease Rental	590	138
Sale of Products	821	747
Others*	274	356

* Includes Other Income

** Qube's D-Cinema Sunset on Revenue is Rs. 180 Mn and EBITDA is Rs. 120 Mn

*** After Minority Interest

Building India's Premier In-Cinema Media Company



Advertisement Screen Mix

	UFO	Qube
Multiplex Screens	1,068	1,197
Single Screens	2,964	2,151
Total	4,032	3,348

Region wise Distribution of Advertisement Screens

	UFO	Qube
South	1,571	2,210
West	1,019	346
North	774	499
East	668	293

Note: Screen data for UFO and Qube is as on June 30, 2017

Building India's Premier In-Cinema Media Company



Significant Runway to Grow

		FY14	FY15	FY16	FY17	CAGR 3Yr FY14-FY17
UFO						
Total Ad Revenue	Rs. Bn	1.00	1.17	1.58	1.79	21%
In Cinema Ad Revenue	Rs. Bn	1.00	1.17	1.54	1.77	21%
Avg Ad Screens	#	3,332	3,688	3,749	3,729	4%
Ad Rev/Screen	Rs. k	300	316	410	475	17%
Ad Mins/show	#	3.25	3.36	4.15	4.34	10%
Qube						
Ad Revenue	Rs. Bn	0.51	0.73	0.95	1.08	28%
Avg Ad Screens	#	2,197	2,946	3,213	3,319	15%
Ad Rev/Screen	Rs. k	232	249	296	325	12%
Ad Mins/show	#	2.97	3.31	3.51	3.73	10%

Merger Synergies



Serving the Cinema ecosystem better



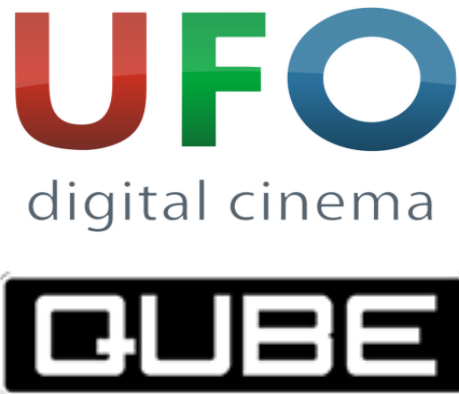
Utilizing the full Media Potential of the Combined Ad screen Network



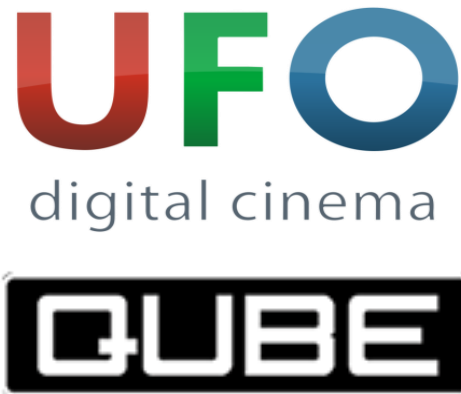
Scale Of Operations & Operating Synergies



New Opportunities: Tech IP Businesses



Advantages for the cinema industry



Merged entity will address Industry's demand for standard technology for secure and reliable delivery of content

Producers and Distributors will be dealing with lesser touchpoints leading to faster distribution and smoother turn around in operations.

Merged entity and their corresponding screen network will have access to technologies of both companies will drive innovation

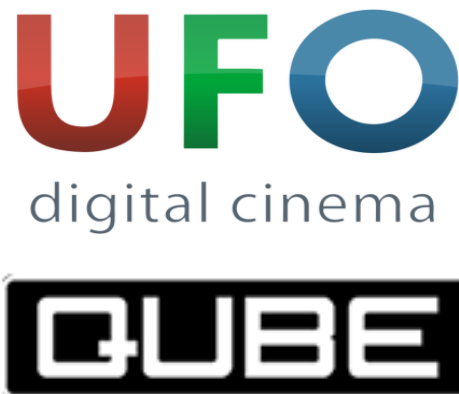
Combined service and delivery network will cater to content and equipment needs of exhibitors in a more efficient manner

Smoother and Faster Paperwork and lesser transactional stress

Utilizing Full Media Potential of the Combined Advertisement Screen Network



Combined entity will have a robust in-cinema advertisement network



Network effect: Combined Advertisement Network of ~7,300 Screens makes available a PAN India In-Cinema Network, providing a one stop solution for all Advertisers

Deepening presence in the attractive South Market through Qube's competitive presence in the 5 southern states of India

Advertising Revenue enhancement through cross-sell, utilizing complementary client base and sales-skills of both companies

An integrated medium commands a higher premium and respectability by establishing a scaled-up network with a multiplier effect

More in-depth market surveys, research and measurement analytics will become viable for a common integrated platform

Scale of Operations & Operating Synergies



Ability to generate better returns

Both Companies are essentially engaged in the same business with similar revenue streams, expenses and processes

Duplicate processes will become redundant allowing scope for cost optimization opportunities

The larger scale of operations and combined in-house capabilities will lead to savings on capex including redeployment and replacement

Duplication in infrastructural costs and operational expenses will be rationalized leading to higher efficiency in operations and profitability



New Opportunities: Tech IP Business



Leveraging on each others strengths to grow faster

Qube has developed a suite of new audio and video software and technology IP solutions

UFO
digital cinema

Qube has developed a self-service single-window content and digital rights management platform for movies called Qube Wire, currently in the process of commercialization and operational on a limited-scale serving select clients.

QUBE

Qube Wire has global application. UFO, in addition to its screen network in India, also has a network of screens overseas where Qube's products and solutions can be applied.

The combined network, post-amalgamation, will allow faster monetization of Qube Wire and other IP based Qube products, both within India and internationally.

Merger Rationale Built upon the Same Principles



“UFO Moviez India Ltd. and Qube Cinema Technologies Pvt. Ltd. are engaged in similar businesses.

The combination of both Companies will unlock their latent potential considering the existing and future entertainment and advertising market dynamics in India and globally.

Both companies believe that post the proposed merger the combined entity will emerge as a more robust commercial and technology driven organization and lead to robust growth opportunities in India and globally thereby adding significant value to all stakeholders.”

Combined Entity



Positions the combined entity to deliver strong advertisement performance

Coverage - 7,380 Advertisement Screens

Reach - ~95.5 Mn Weekly Seating Capacity

Volume Utilization and Pricing Lever

Technology will enable seamless execution

Opportunity - Off-screen advertisement opportunity

Transaction Structure



UFO, along with ICICI Venture (through private equity funds managed or advised by them) will purchase a stake in Qube Digital from certain private equity investors who have been shareholders of Qube for several years

Subsequent merger with UFO pursuant to certain intermediate steps as approved by the Boards of Directors of the aforementioned companies. Qube Digital's shares purchased by UFO will stand cancelled post-merger

The merger ratio based on relative valuation stands at 63.6% for UFO and 36.4% for Qube Digital.

UFO Moviez India Ltd.

UFO, founded in 2004, is a digital cinema distribution network and an in-cinema advertising platform. It operates India's largest satellite based, digital cinema distribution network using its UFO-M4 platform, as well as India's largest D-Cinema network. As on June 30, 2017, UFO has 5,390 digital screens in India across 1,422 cities and towns with seating capacity of ~2.2 mn capacity per show. For its in-cinema platform, UFO has 4,032 in-cinema advertising screens with an average weekly seating capacity of ~51.6 Mn across 1,416 town and cities across India. UFO is listed on the BSE Limited and National Stock Exchange Limited in India.

Qube Cinema Technologies Pvt. Ltd.

Qube, founded in 1986, has over 30 years of experience in film, video and audio technology. It is headquartered in Chennai and has offices across Mumbai, New Delhi, Hyderabad, Bengaluru, Cochin and Kolkata. It provides technology solutions and services in the film, video and audio domain, including digital cinema. It's mastering facilities are located in Chennai, Mumbai, Hyderabad, Dubai (in association with a strategic partner) & California (through 100% subsidiary Qube Cinema Inc.,) and has capacity to master over 40 films/ week. As on June 2017, Qube has over 3,300 digital screens in-cinema advertising screens with an average weekly seating capacity of ~43.9 Mn across India.

Visit us at www.ufomoviez.com. For further details, contact:

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