

TO WHOSOEVER IT MAY CONCERN

Ref: Scheme of Arrangement of Southern Digital Screenz India Private Limited, V.N. Films Private Limited, Edridge Limited and UFO International Limited (collectively referred as Transferor Companies) with UFO Moviez India Limited (Transferee Company) pursuant to Sections 391 to 394 and Section 100 to 103 of the Companies Act, 1956 read with Notified Section 52 of Companies Act, 2013 and other applicable provisions of the Companies Act, 1956/2013

We hereby state that, we shall include/modify below mentioned clause of "Dissolution of the Transferor Companies" and "Conditionality of the Scheme/Effective Date" in the draft scheme of arrangement before filing the same with High Court.

17. CONDITIONALITY OF THE SCHEME/EFFECTIVE DATE

- b. Approval by the requisite majority of shareholders and creditors (wherever required) of the Transferor Companies and the requisite majority of shareholders and creditors (wherever required) of the Transferee Company, as required under Applicable Laws.*

18. DISSOLUTION OF THE TRANSFEROR COMPANIES

- 18.1. Upon this scheme being effective, the Transferor companies shall stand dissolved without being wound-up.*

For UFO Moviez India Limited

S. S. Chavan

**Sameer Chavan
Company Secretary**

Date: 31st August, 2016