

KAPIL BAGLA

402, Himalaya, Near Saidham Mandir, Asha Nagar, Kandivali East-Mumbai-400101

CERTIFICATE FROM INDEPENDENT DIRECTOR

Date:

To

**The Board of Directors,
Sunshine Pictures Limited**
A -102, 1st Floor, Bharat Ark Azad Nagar,
Veera Desai Road, Andheri (W),
Mumbai 400053, Maharashtra, India

GYR Capital Advisors Private Limited
428, Gala Empire,
Near JB Tower Drive in Road,
Ahmedabad, Thaltej,
Gujarat, India, 380054

(GYR Capital Advisors Private Limited, referred to as the "Book Running Lead Manager" or "BRLM")

Re: Proposed initial public offering of equity shares of face value of ₹ 10 each (the "Equity Shares") of Sunshine Pictures Limited (the "Company") comprising a fresh issue of the Equity Shares by the Company (the "Fresh Issue") and an offer for sale of Equity Shares by certain existing shareholders of the Company (the "Offer for Sale", and together with the Fresh Issue, the "Offer")

1. I, Kapil Bagla, hereby give my consent to my name being included in relation to the Offer in the Draft Red Herring Prospectus, the Red Herring Prospectus, the Prospectus and any other document/ presentation in relation to the Offer.
2. I am eligible and was validly appointed as a director on September 20, 2024 under applicable laws and am not otherwise disqualified as on the date of this certificate for acting as a director of a public limited company under the provisions of the Companies Act, 2013, as amended (including the provisions of Section 164(2) of the Companies Act, 2013) and the Companies (Appointment and Qualification of Directors) Rules, 2014, ("Rule/s") and other rules and regulations made thereunder, each as amended.
3. I certify the information in respect of me, attached as **Annexure I**.
4. I confirm that I am not a fugitive economic offender under the Fugitive Economic Offenders Act, 2018.

I confirm that other than as mentioned in the Form MBP-1 dated September 20, 2024 issued by me, I do not hold a directorship in any other company / partnerships, proprietorships or position as trustees in any other concern / firm / venture in India or overseas.

5. I confirm that the Director Identification Number ("DIN") allotted to me is 00387814, and I do not hold and have not held multiple DINs in the past. I further confirm that I have not held any other DIN in the past. I have completed KYC requirements and made filings in respect of myself in form DIR-3-KYC with the relevant Registrar of Companies. I confirm that my DIN has not been marked with / as 'Director of ACTIVE non-compliant company'.

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6. I confirm that, except as stated below, I am not and have not in the past been a director of any company which has, while I was a director of such company, been suspended from being traded on any of the stock exchanges in India in the five years preceding the date of filing of the DRHP of the Company with SEBI.
NIL
7. For the purpose of this undertaking, the term "suspended company" shall mean a listed company whose shares are suspended from trading by the relevant stock exchange on account of non-compliance with listing requirements.
8. Except as stated below, I am not and have not been a director on any company whose shares have been delisted from any stock exchange in India while I was director of such company.
NIL
9. I am not a whole-time director or promoter or person(s) responsible for ensuring compliance with the securities laws, as applicable, of any company which has been delisted under Chapter V of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended or the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended.
10. Except as stated below, I do not hold any Equity Shares of the Company or any warrants, employee stock options or other convertible instruments in the Company as of the date of this certificate.
NIL
11. Except as stated below, I do not hold any equity shares in any subsidiary or associate company of the Company as of the date of this certificate.
NIL
12. Except as disclosed below, none of my relatives or entities in which I am associated as promoter, director, partner, proprietor or trustee, hold any Equity Shares, warrants, employee stock options or other convertible instruments in the Company as of the date of this certificate:
NIL
13. Except as stated below, neither I nor my relatives, have purchased, sold or financed the purchase by any other person, directly or indirectly, of any securities of the Company, during the six months immediately preceding the filing of the DRHP:
NIL
14. I confirm that, except as otherwise disclosed herein above, there are no financing arrangements whereby I or any of my relatives have financed the purchase by any other person of securities of the Company other than in the normal course of the business of the financing entity during the period of six months immediately preceding the date of filing the DRHP.
NIL
15. Except as stated below, I have no interest in the appointment of any Book Running Lead Manager, underwriters, registrars, bankers to the offer or any other intermediary or service provider to the Offer.
NIL
16. Further, I am not interested in the promotion or formation of the Company or its subsidiaries. Further, neither I, nor any company or firm in which I am interested as a member, have been paid any consideration in cash or shares or otherwise or agreed to be paid by any person either to induce me to become, or to help me qualify as



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a director, or otherwise for services rendered by me or by the company or firm in which I am interested, for the promotion or formation of the Company.

17. Further, except as disclosed below, there are no transactions relating to the property completed within the two preceding years, in which I have / had any interest either as a director or proposed director at the time of the transaction.
NIL
18. Further, neither I nor any of my relatives are interested, directly or indirectly, in any property acquired or proposed to be acquired of the Company or by the Company, except as follows:
NIL
19. Except as stated below, I am not related to and do not have any relationship with any of the entities from whom the Company has acquired land in the last five years or from whom the Company proposes to acquire land:
NIL
20. Except as stated below, there is no proposal whereby I will receive any portion of the Offer proceeds and there are no material existing or anticipated transactions in relation to utilisation of the offer proceeds or project cost with me:
NIL
21. I am not a director of more than twenty companies, nor am I a director of more than ten public companies, (including private companies that are either holding or subsidiary company of a public company). I am not a member in more than ten committees or act as chairman of more than five committees across all listed entities in which I am a director, in terms of Regulation 26(1) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("SEBI Listing Regulations").
22. I do not serve as a director in more than seven listed companies (including the Company).
23. Except as state below, I do not serve as a whole-time director or managing director of any listed entity.
I currently serve as a Managing Director of Centrum Retail Services Limited
24. I have no interest in the Company:
 - except to the extent of normal fees payable to me for attending meetings of the board of directors or any committee thereof, normal reimbursement of any traveling and other incidental expenses and commission;
 - Except to the extent of my or my relatives' shareholding, warrants, or other convertible instruments in the Company as of the date of this certificate, as disclosed below:
NIL
 - except to the extent of the shareholding (including convertible securities) of the associates, companies, firms and trusts in which I am interested as director, member, partner and/or trustee, and to the extent of benefits arising out of such shareholding, details of which are disclosed below;
NIL
 - except to the extent of remuneration paid/payable to me by the following subsidiaries/associates of the Company:
NIL
 - except in relation to the transactions with the Company mentioned below:
NIL
25. I confirm that the Company has not made any payment or reimbursement of expenses other than the normal remuneration and reimbursement, dividend and sitting fees as are applicable to me.

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26. The remuneration paid to me in Fiscal 2024 by the Company (on a standalone basis) is as follows: Not Applicable
27. Except as disclosed below, there is no arrangement or understanding with major shareholders, customers, suppliers or others, pursuant to which I was appointed as a director of the Company.
NIL
28. Except as disclosed below, I have not entered into any service contracts or arrangement with the Company providing for benefits upon termination of employment.
NIL
29. Except as disclosed below, I have not entered into any agreement, either on my own or on behalf of any other person, with any shareholder or any third party with regard to compensation or profit sharing in connection with dealings in the securities of the Company.
NIL
30. Except as disclosed below, I am not a party to any bonus or profit-sharing plan of the Company.
NIL
31. Except as stated below, I am not directly or indirectly interested in any transaction in acquisition of land, construction of building and supply of machinery, or any other contract, agreement or arrangement entered into by the Company and no payments have been made in respect of these contracts, agreements or arrangements or are proposed to be made:
NIL
32. Except as stated below, there are no other companies, firms, trusts or other ventures in which I am involved or interested as a promoter, director, member, partner, proprietor and/or trustee that are in the same line of activity or business as the Company.

Sr.No	Name of Companies/Firms/trusts/ventures	Designation
1	Centrum Capital Advisors Limited	Director
2	JBCG Advisory Services Private Limited	Director
3	Walkwater Properties Private Limited	Director
4	Rap Media Limited	Director
5	Mukta Arts Limited	Director
6	Calculus Travel Ventures Private Limited	Director
7	Centrum Holdings Limited	Director
8	Centrum Retail Services Limited	Managing Director

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9	Acapella Foods And Restaurants Private Limited	Director
10	Maurya Sugar Private Limited	Director
11	Gurudaya Estates Private Limited	Director
12	JBCG Ventures LLP	Designated Partner
13	Centrum Rema LLP	Designated Partner
14	Centrum Alternatives LLP	Designated Partner
15	Dream Estates Affordable Realty LLP	Designated Partner
16	2KHB Business Services LLP	Designated Partner

33. I confirm that I am not a promoter or a director of a listed company where the depositories have frozen the entire shareholding of the promoter and promoter group due to non-compliance with minimum public shareholding requirements as specified in rules 19(2) and 19A of the SCRR in the manner as specified by the SEBI from time to time.

NIL

34. Except as stated below, neither I nor any of my relatives are a beneficiary of or interested in any outstanding loan or advance given by the Company to any person or company, nor have we granted any loan or advance to the Company.

NIL

35. Except as stated below, I am not related to any other director or key managerial personnel of the Company.

NIL

36. I have not entered, and shall not enter, into any buyback arrangements directly or indirectly for purchase of the Equity Shares.

37. I will not sell and have no intention to sell the Equity Shares allotted to me on exercise of options granted under an employee stock option scheme or allotted under an employee stock purchase scheme, within three months after the date of listing of the Equity Shares in the Offer.

38. Litigation and other confirmations:

I am not associated with the securities market in any manner, except as described below, and further, there is no outstanding action initiated by SEBI in the past five years against the entities in the securities market with which I am associated (as promoter, director, partner or proprietor), except as described below:

Name of the entity	NIL
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SEBI Registration No.	NIL
Category of registration	NIL
Date of expiry of registration	NIL
If registration has expired, reasons for non-renewal	NIL
Details of any enquiry/ investigation conducted by the SEBI at any time (including but not limited to any deficiency/warning letter, adjudication proceedings, suspension/ cancellation/ prohibitory orders)	NIL
Penalty imposed by the SEBI, if any	NIL
Outstanding fees payable to the SEBI, if any	NIL

39. I hereby declare, confirm, clarify and undertake that no notice has been issued or no action or litigation has been initiated against me with respect to my association with the following entities in any capacity:
NIL
40. I hereby declare, confirm, clarify and undertake that no notice, communication or other action has been issued or no litigation has been initiated against me nor any penalties have been imposed, except as disclosed in Annexure IV.
41. I hereby confirm that:
- (a) I have not been prohibited from accessing the capital market or debarred from buying, selling or dealing in securities under any order or direction passed by the SEBI or any securities market regulator in any other jurisdiction or any other authority/ court and no penalty has been imposed at any time by any of the capital market regulators (including the SEBI) in India or abroad;
 - (b) I am not debarred from accessing the capital market by SEBI and neither am I a promoter or director of any other company which is debarred from accessing the capital market by the SEBI;
 - (c) Neither my name nor the name of the companies in which I am or was a director appear in the intermediary caution list;
 - (d) I have not been a director, promoter, member or person in control of any entity that has been identified as a shell company;
 - (e) I am not a director or promoter of any company which [is / was] exclusively listed on the dissemination board established by the SEBI. *[Such exclusively listed company/ies] has / have provided exit option to its public shareholders, within the prescribed timelines, in terms of the circulars dated October 10, 2016 and August 1, 2017 issued by the SEBI;*
 - (f) Except as disclosed below, I have neither been, nor currently am, on the board of directors of any company that was or has been directed by any Registrar of Companies to be struck off from the rolls of such Registrar of Companies under Section 248 of the Companies Act. Further, I have not been identified as a director who has been disqualified to act as a director in terms of Section 164(2)(a) of the Companies Act ("Disqualified Director") and neither am I a proclaimed offender under Section 82 of the Code of Criminal Procedure, 1973, as amended ("Proclaimed Offender"), and my name does not feature in the lists of Disqualified Directors or the lists of Proclaimed Offenders released by various Registrars of Companies and the Ministry of Corporate Affairs ("MCA") and currently disclosed on the website of the MCA;
Victory Moving Pictures Limited
Adlabs Finance Private Limited
 - (g) I am not subject to any penalties to disciplinary action or investigation by the SEBI or the stock exchanges, nor has any appropriate regulatory or legal authority found any probable cause for enquiry, adjudication, prosecution or other regulatory action.

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- (h) no show cause notice has been issued to me, pursuant to which observations on draft red herring prospectus filed with SEBI may be kept in abeyance as per SEBI (Issuing Observations on Draft Offer Documents Pending Regulatory Actions) Order, 2020;
 - (i) SEBI has not initiated any recovery proceedings against me; and
 - (j) There has not been any order for disgorgement or monetary penalty been passed against me nor any directions been issued by SEBI to me.
42. I have not been identified as a wilful defaulter by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India. I am neither on the board, nor the promoter of, nor associated in any manner with any company which has been identified as the vanishing company.
43. Further, I also declare and confirm that other than as specifies in Annexure V, I have not been categorised as a defaulter as per records maintained with Credit Information Bureau (India) Limited or mentioned on the watch-out investors list issued or maintained by the Stock Exchanges.
44. Other than as specified in **Annexure II**, there is no litigation involving me, including the following:
- (i) pending criminal proceedings involving me;
 - (ii) pending actions taken by statutory or regulatory authorities against me;
 - (iii) pending claims involving taxation matters (both direct and indirect tax cases);
 - (iv) other pending litigation in accordance with the materiality policy and threshold determined by the board of directors of the Company pursuant to its resolution dated September 30, 2024;
 - (v) FIR filed by or against me.
 - (vi) probable cause for investigation, enquiry, adjudication, prosecution or other regulatory action that has been found against me by any authority and no show cause notice has been issued to me, which is pending determination by any authority.
 - (vii) recovery proceedings initiated by the SEBI, no order for disgorgement or monetary penalty has been issued by SEBI, no non-compliance of any direction issued by the SEBI, and no proceedings has been remanded by the Securities Appellate Tribunal or court.
- I confirm that the details of litigation involving me as detailed in Annexure II are true and accurate.
45. I am familiar with and undertake to comply with the requirements and restrictions on public communications, as stated in the SEBI ICDR Regulations (and summarised in the memorandum on publicity guidelines circulated by the Legal Counsel) and agree to abide by the same.
46. Other than as specified in **Annexure III**, there are/is no litigation involving me which has been considered "material" for disclosure in the DRHP, in accordance with the materiality policy adopted by the board of directors of the Company.
47. I shall not offer any incentive, direct or indirect, whether in cash or kind or services or otherwise to any person for making an application for Equity Shares in the Offer.
48. I along with the companies which are promoted by me are in compliance with the terms of the SEBI Circular No. SEBI/HO/MRD/DSA/CIR/P/2017/92 dated August 1, 2017.
49. I confirm that I am not declared as 'Fraudulent Borrower' by the banks or financial institution or consortium, in terms of RBI master circular dated July 1, 2016 on 'Frauds – Classification and Reporting by commercial banks and select FI's'.

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50. I, nor any of my relatives, will not participate in the Offer and will not make any application for Equity Shares in the Offer.
51. I hold PAN bearing number AABP2274N.
52. I am currently not and have not in the past been held to be in violation of any securities laws, in India or abroad.

Additional confirmation from Independent Director

I, Kapil Vishnu Bagla, Non-Executive and Independent Director of Sunshine Pictures Limited (the “Company”), hereby certify, undertake and confirm that I am an “Independent Director” of the Company in terms of the definition of that term contained in Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended and also in terms of the definition of that term under Section 149(6) of the Companies Act, 2013, and have been appointed on the Board pursuant to a letter dated September 20, 2024.

Without the prejudice to the generality of the first paragraph, I hereby certify, undertake and confirm each of the following:

- (a) Apart from receiving Director’s sitting fee, I do not have or had any material pecuniary relationships other than remuneration as such director or having transaction not exceeding ten per cent. of my total income or such amount as may be prescribed with the Company, its holding company, subsidiaries or its promoters or directors during the two immediately preceding financial years or during the current financial year;
- (b) I was not and I am currently not the promoter or a member of the promoter group of the Company [or its subsidiaries or associate companies] or related to any of the promoters or directors of the Company, [or its subsidiaries or associate companies] or to persons occupying management positions at the board level or at one level below the board in the Company;
- (c) In the opinion of the board of directors of the Company, I am a person of integrity and I possess relevant expertise and experience.
- (d) I possess the required prescribed qualifications, and as such possess the appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations or other disciplines related to the Company’s business;
- (e) None of my relatives is indebted to the Company, or its holding company, subsidiaries, or their promoters or directors for an amount exceeding INR five million at any time during the two immediately preceding financial years or during the current financial year;
- (f) None of my relatives hold any security of or interest in the Company, subsidiaries, associate companies, if any, during the three immediately preceding financial years or the current financial year exceeding INR 50,00,000 or two per cent of the paid up capital of the Company, its subsidiaries, associate companies, if any, or such higher sum as may be prescribed from time to time. In addition, the relatives of independent directors are not indebted to the Company, its subsidiaries, or their promoters in excess of amount prescribed under the applicable laws;
- (g) None of my relatives has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, or its holding company, subsidiaries, or their promoters or directors of such

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holding companies for an amount exceeding INR five million at any time during the two immediately preceding financial years or during the current financial year;

- (h) Neither I nor any of my relatives has or had pecuniary relationship or transaction with the Company, [its subsidiaries], or their promoters, or directors, amounting to two per cent. or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- (i) I am not a non-independent director of another company on the board of which any non-independent director of the Company is an independent director;
- (j) Neither I, nor any of my relatives hold or has held the position of a Key Managerial Personnel / Senior Management or is or has been employee of the Company or its holding, subsidiaries in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
- (k) The relatives of independent directors do not have any pecuniary transaction or relationship with the Company, or its subsidiaries companies amounting to 2 percent or more of its gross turnover or total income singly or in combination with the transactions referred to in (d), (e) or (b) above;
- (l) Neither I nor any of my relatives have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of:
 - (i) firm of auditors or company secretaries in practice or cost auditors of the company or [its subsidiaries]; or
 - (ii) any legal or a consulting firm that has or had any transaction with the Company, [its subsidiaries] amounting to ten per cent or more of the gross turnover of such firm.
- (m) Neither I nor any of my relatives hold together with his relatives two per cent or more of the total voting power of the Company;
- (n) Neither I nor any of my relatives is a chief executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the Company, any of its promoters, directors or [its subsidiaries] or that holds two per cent or more of the total voting power of the Company;
- (o) I am not entitled to, nor have I received, any stock options;
- (p) Neither I, nor any of my relatives are material suppliers, service providers or customers or a lessor or lessee of the Company;
- (q) I am above 21 years of age.
- (r) I am not a non-independent director of another company on the board of which any non-independent director of the Company is an independent director.
- (s) I confirm that my name has been included in the independent directors' data bank maintained by the Indian Institute of Corporate Affairs for a subscription period of 5 year commencing from February 28, 2020.
- (t) I undertake that I shall abide by the provisions of the 'Code for Independent Directors' as provided in Schedule IV of the Companies Act.

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I further certify that there are no other factors existing as on date of this certificate that would affect my independence in my capacity as a Director, including my ability to exercise an unbiased and independent judgment in relation to the matters affecting the Company.

I confirm that the information and confirmations set out in this certificate are true, correct, complete and not misleading in any respect and do not omit to state a material fact necessary in order to make the statements herein, in the light of the circumstances under which they were made, not misleading. This certificate is for information and for inclusion (in part or full) in the DRHP, the RHP and the Prospectus filed in relation to the Offer (collectively, the "Offer Documents") or any other Offer-related material, and may be relied upon by the Company, the Book Running Lead Manager and the Legal Counsel appointed by the Company and the Book Running Lead Manager in relation to the Offer. I hereby consent to the submission of this certificate as may be necessary to the SEBI, the RoC, the relevant stock exchanges and any other regulatory authority and/or for the records to be maintained by the Book Running Lead Manager and in accordance with applicable law.

I confirm that we will immediately communicate any changes in writing in the above information to the Book Running Lead Manager until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer. In the absence of any such communication from me, the Book Running Lead Manager and the Legal Counsel to each of the Company and Book Running Lead Manager can assume that there is no change to the above information until the date when the Equity Shares are listed and commence trading on the Stock Exchanges pursuant to the Offer.

All capitalized terms not defined herein will have the same meaning as ascribed to them in the Draft Red Herring Prospectus.

Yours faithfully,



Kapil Bagla
Independent Director
Date:

Copy To:

Legal Advisor to the Offer
Vidhigya Associates, Advocates
A-105, Kanara Business Centre, Laxmi Nagar
Ghatkopar East, Mumbai – 400 075
Maharashtra, India
Tel. No: +91 84240 30160
Email: rahul@vidhigyaassociates.com
Contact Person: Rahul Pandey

Enclosed:

Annexure I: Director profile together with all supporting documents

Annexure II: MIS of litigation involving Kapil Vishnu Bagla

Annexure III: Details of material litigation involving Kapil Vishnu Bagla

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Annexure I:

Name, Father's / Husband's Name, Designation, Address, Directors Identification Number ("DIN"), Occupation & Nationality	Age (years)	Date of appointment and term	Details of remuneration
Name: Kapil Vishnu Bagla	76	Date of appointment : September 20, 2024 Term : From September 20, 2024 till September 19, 2029	Entitled to received sitting fees upto ₹ 50,000 for attending each Board Meeting and upto ₹ 35,000 for attending each Meeting of the Committee of the Board
Father's name: Vishnu Prasad Bagla			
Date of Birth: October 09, 1968			
Designation: Independent Director			
Address: 402, Himalaya, Near Saidham Mandir, Asha Nagar, Kandivali East, Mumbai-400101, Maharashtra, India			
DIN: 00387814			
Nationality: Indian			
Occupation: Business			
Copies of Form 32/DIR-12, DIR-8, PAN Card, Form 24AA/MBP-1 resolution for appointment of each director are provided in separate file "Certificates Annexure File"			

1. Biography:

Name:	Kapil Vishnu Bagla
Educational Qualifications:	He has completed the degree of Management Studies from the University of Bombay (educational qualification related certificates are annexed hereto and marked as Annexure IV)
Details of Service Contract Including	Service Contracts: Not Applicable

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Termination/ Retirement Benefits:																																														
Details of Business Experience and Previous Employment:	Business experience: He has over 20 years of experience in the fields of financial services, investment banking, corporate advisory, debt capital markets, and venture/PE investments, as well as in the M&E Industry. His expertise spans project financing, investment management, and corporate strategy. Previous employment: <table border="1"><thead><tr><th>Sr.No</th><th>Name of the Company</th><th>Designation</th><th>Date of Appointment</th><th>Date of Cessation</th></tr></thead><tbody><tr><td>1.</td><td>Irock Media Private Limited</td><td>Nominee Director</td><td>01/07/2012</td><td>21/09/2015</td></tr><tr><td>2.</td><td>Ideacount Education Private Limited</td><td>Director</td><td>06/08/2008</td><td>22/12/2018</td></tr><tr><td>3.</td><td>Adlabs Multiplexes And Theatres Limited.</td><td>Director</td><td>28/07/2006</td><td>30/11/2007</td></tr><tr><td>4.</td><td>Imagicaaworld Entertainment Limited</td><td>Whole-time director</td><td>01/04/2010</td><td>05/07/2011</td></tr><tr><td>5.</td><td>Scrabble Entertainment Limited</td><td>Director</td><td>15/02/2011</td><td>30/07/2013</td></tr><tr><td>6.</td><td>Blue Haven Entertainment Private Limited</td><td>Director</td><td>29/10/2008</td><td>17/09/2021</td></tr><tr><td>7.</td><td>Indian Association Of Amusement Parks And Industries</td><td>Director</td><td>04/02/2016</td><td>09/12/2017</td></tr><tr><td>8.</td><td>BBIPL Infrastructure (India) Private Limited</td><td>Additional Director</td><td>22/12/2008</td><td>27/07/2009</td></tr></tbody></table>	Sr.No	Name of the Company	Designation	Date of Appointment	Date of Cessation	1.	Irock Media Private Limited	Nominee Director	01/07/2012	21/09/2015	2.	Ideacount Education Private Limited	Director	06/08/2008	22/12/2018	3.	Adlabs Multiplexes And Theatres Limited.	Director	28/07/2006	30/11/2007	4.	Imagicaaworld Entertainment Limited	Whole-time director	01/04/2010	05/07/2011	5.	Scrabble Entertainment Limited	Director	15/02/2011	30/07/2013	6.	Blue Haven Entertainment Private Limited	Director	29/10/2008	17/09/2021	7.	Indian Association Of Amusement Parks And Industries	Director	04/02/2016	09/12/2017	8.	BBIPL Infrastructure (India) Private Limited	Additional Director	22/12/2008	27/07/2009
Sr.No	Name of the Company	Designation	Date of Appointment	Date of Cessation																																										
1.	Irock Media Private Limited	Nominee Director	01/07/2012	21/09/2015																																										
2.	Ideacount Education Private Limited	Director	06/08/2008	22/12/2018																																										
3.	Adlabs Multiplexes And Theatres Limited.	Director	28/07/2006	30/11/2007																																										
4.	Imagicaaworld Entertainment Limited	Whole-time director	01/04/2010	05/07/2011																																										
5.	Scrabble Entertainment Limited	Director	15/02/2011	30/07/2013																																										
6.	Blue Haven Entertainment Private Limited	Director	29/10/2008	17/09/2021																																										
7.	Indian Association Of Amusement Parks And Industries	Director	04/02/2016	09/12/2017																																										
8.	BBIPL Infrastructure (India) Private Limited	Additional Director	22/12/2008	27/07/2009																																										

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KAPIL BAGLA

402, Himalaya, Near Saidham Mandir, Asha Nagar, Kandivali East-Mumbai-400101

Annexure II

Based on the review of the notices, pleadings, orders/judgments/awards/decrees, applications and other documents as further detailed in the list of documents enclosed hereto, please find herein below details of all pending legal/arbitral/statutory and/or regulatory proceedings initiated by or against Kapil Vishnu Bagla, along with the amounts involved and the current status thereof:

A. Civil proceedings against Kapil Vishnu Bagla

#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

B. Criminal proceedings against Kapil Vishnu Bagla

#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

C. Arbitral proceedings against Kapil Vishnu Bagla

1

KAPIL BAGLA

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#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

D. Tax proceedings against Kapil Vishnu Bagla

#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

E. Civil proceedings by Kapil Vishnu Bagla

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#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

F. Criminal proceedings by Kapil Vishnu Bagla

#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

G. Arbitral proceedings by Kapil Vishnu Bagla

#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

1

KAPIL BAGLA

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H. Tax proceedings by Kapil Vishnu Bagla

#	Parties to the Proceedings Suit etc. Number (if any)	Forum	Details of the relief/prayers/claims along with details of any orders/decrees/directions passed in the matter, (including any interim relief granted and/or applied for).	Amount involved	Current Status of the Matter	Copies of Pleadings, Orders and motions annexed as Annexure
1.	NIL	NIL	NIL	NIL	NIL	NIL

I. Proceedings initiated for economic offences (Including past cases if found guilty)

Sl. No.	Date of the relevant Notice / Order and Reference No.	Name of the Statutory /Regulatory Authority	Details of allegations, findings and action taken	Response, if any	Amount of penalty imposed, if Any	Current Status of the Matter	Copies of the Notice / Order and related responses and correspondence annexed as Annexure
1.	NIL	NIL	NIL	NIL	NA	NIL	NIL

J. Adverse findings against Kapil Vishnu Bagla as regards compliance with securities laws, any disciplinary action taken by the Securities and Exchange Board of India or the Indian stock exchanges or any securities law regulator in any other jurisdiction:

#	Date of the relevant Notice / Order and Reference No.	Name of the Statutory /Regulatory Authority	Details of allegations, findings and action taken	Response, if any	Amount of penalty imposed, if Any	Current Status of the Matter	Copies of the Notice / Order and related responses and correspondence annexed as Annexure
1.	NIL	NIL	NIL	NIL	NA	NIL	NIL

1

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K. Details of the past cases in which penalties were imposed by the statutory or regulatory authorities

#	Date of the relevant Order and Reference No.	Name of the Statutory /Regulatory Authority	Grounds for imposing Penalty and Details of Penalty Imposed	Amount of penalty	Copy of the penalizing order and Proof of Payment of Penalty annexed as Annexure
1.	NIL	NIL	NIL	NIL	NA

L. Show Cause Notices issued against Kapil Vishnu Bagla:

#	Date of Notice and Reference No.	Name of the Statutory /Regulatory Authority Issuing the Show Cause Notice	Details of Allegations made in the Notice	Response to the Notice	Amount involved, if Any	Current Status of the Matter	Copies of the Show Cause Notice and related responses and correspondence annexed as Annexure
1.	NIL	NIL	NIL	NIL	NA	NIL	NIL

M. Legal Notices and Other Threatened Legal Proceedings initiated against Kapil Vishnu Bagla

#	Date of Notice and Reference No.	Name of the Party serving the Notice	Details of Allegations made in the Notice	Response to the Notice	Amount involved, if Any	Current Status of the Matter	Copies of the Notice and related responses and correspondence annexed as Annexure
1.	NIL	NIL	NIL	NIL	NA	NIL	NIL

N. Non-payment of statutory dues:

↓

KAPIL BAGLA

402, Himalaya, Near Saidham Mandir, Asha Nagar, Kandivali East-Mumbai-400101

#	Relevant Provision and Statute / Regulation / Rule	Nature of Due	Amount involved	Interest / penalty, if any	Date on which payment was due	No. of Days of Delay	Reasons for non-payment	Action if any taken by the relevant regulator	Copies of Communication, if any with the relevant statutory/regulatory authority
1	NIL	NIL	NIL	NIL	NA	NIL	NIL	NIL	NIL

Save and except as detailed in **Litigation** Detailed Above herewith, I confirm and certify that there are:

1. no pending legal proceedings initiated by or against me; or involving me;
2. no pending legal proceedings in respect of group companies with which I was associated in the past but am no longer associated where my name continues to be associated with such proceedings;
3. no litigations against me involving violation of statutory regulations or alleging criminal offence;
4. no criminal or civil prosecution against me for any litigation towards tax liabilities or any prosecution under any enactment in respect of Schedule V of the Companies Act, 2013;
5. no proceedings initiated for any economic offences against me;
6. no adverse findings against me as regards compliance with securities laws or disciplinary action taken by the Securities and Exchange Board of India or the Indian stock exchanges;
7. past cases where penalties have been imposed by any statutory or regulatory authority;
8. show cause notices issued by any statutory or regulatory authorities against me;
9. no legal notices, claims or other threatened proceedings against me;
10. no defaults in connection with any contractual, statutory or regulatory requirements in connection with any facilities as availed of from any bank/s or financial institution/s;
11. no defaults in connection with dues towards instrument holders like debenture holders, fixed deposits, and arrears on cumulative preference shares/ other liabilities
12. no outstanding payment of statutory dues.

I hereby certify that the details provided in **Litigation details** annexed herewith are factual, up to date, true and complete.

I am not and have not been:

- (a) been prohibited or debarred from accessing the capital markets or from buying, selling or dealing in securities under any order or direction passed by SEBI or any securities market regulator in any other jurisdiction or any other authority/court and no penalty has been imposed on me at any time by any of the capital market regulators (including the SEBI) in India or abroad. Further, I am not and was not a promoter, director or person in control of any other company which is debarred from accessing the capital market under any order or directions made by the SEBI;
- (b) director of or was a director of any company listed on any stock exchange, whose shares have been or were suspended from being traded on any of the stock exchanges during last five years;
- (c) subject to any penalties to disciplinary action or investigation by the SEBI or the Indian stock exchanges, nor has any appropriate regulatory or legal authority found any probable cause for enquiry, adjudication, prosecution or other regulatory action;
- (d) found to be non-compliant with securities laws;



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402, Himalaya, Near Saidham Mandir, Asha Nagar, Kandivali East-Mumbai-400101

Annexure III

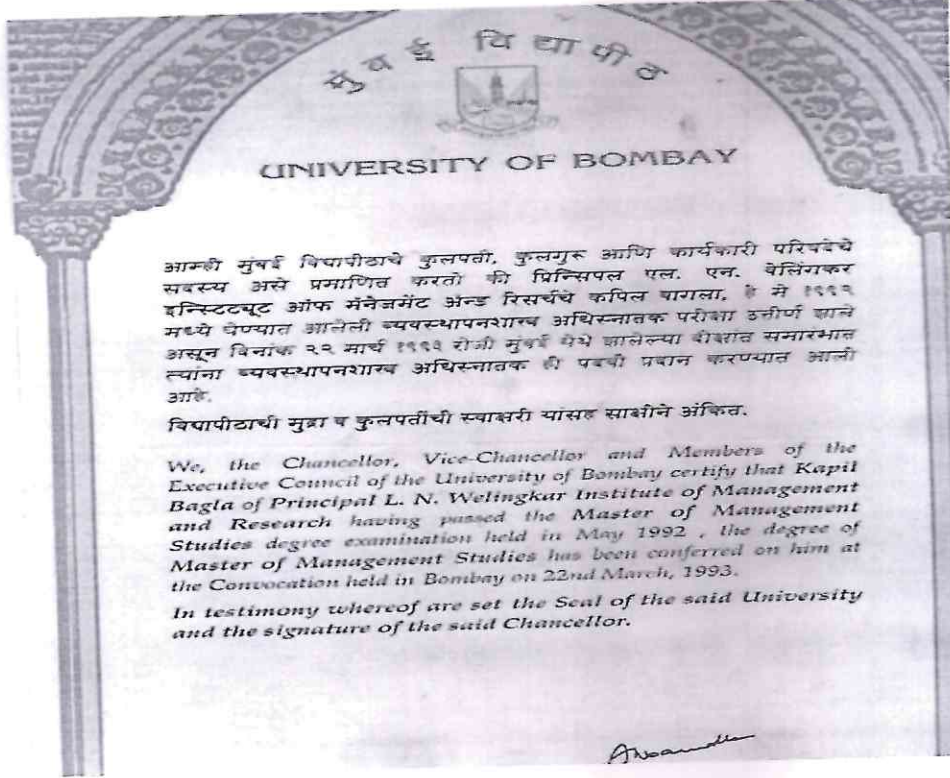
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Annexure IV Education Certificates (Degree certificate for Management in Studies)



Annexure V

Suit Filed Accounts - Defaulters Rs 1 crore and above as on 31-Aug-2024 Search Details

Date of extraction 22-Sep-2024

Borrower Containing - Kapil Bagla

Bank	Branch	Quarter	Borrower Name	Registered Address	Director Name--DIN no. Detail	OutStanding Amount (Rs. in Lacs)
No Records						
			Page 1	of 1	No Records	

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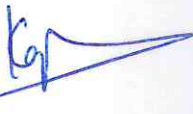

Suit Filed Accounts - Defaulters Rs 1 crore and above as on 31-Aug-2024 Search Details
Date of extraction 22-Sep-2024
Directors Containing - Kapil Bagla

Bank	Branch	Quarterly	Borrower Name	Registered Address	Director Name--DIN No. Detail	Outstanding Amount (Rs. in Lacs)
No Records						
Page 1 of 1						
No Records						

X
[Signature]

Suit Filed Accounts - Wilful Defaulters Rs 25 lacs and above as on 31-Aug-2024 Search Details
Date of extraction 22-Sep-2024
Borrower Containing - Kapil Bagla

Bank	Branch	Quarter	Borrower Name	Registered Address	Director Name-DIN no. Detail	Outstanding Amount (Rs. in Lacs)
No Records						
Page 1 of 1				No Records		

X 

Suit Filed Accounts - Wilful Defaulters Rs 25 lacs and above as on 31-Aug-2024 Search Details
Date of extraction 22-Sep-2024

Bank	Branch	Quarter/A	Borrower Name	Registered Address	Director Name-DIN no. Detail	Outstanding Amount (Rs. in Lacs)
No Records						
Page 1 of 1						No Records

X 

Suit Filed Accounts - Wilful Defaulters Rs 25 lacs and above as on 31-Aug-2024 Search Details
Date of extraction 22-Sep-2024
Directors Containing - Kapil Bagla

Bank	Branch	Quarterly	Borrower Name	Registered Address	Director Name-DIN no. Detail	OutStanding Amount (Rs. in Lacs)
No Records						
Page 1 of 1						No Records

X
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Person

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No Record					

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Person

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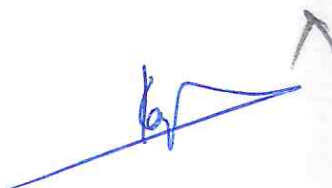
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in

Person

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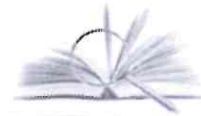
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