

The Indian Performing Right Society Limited
CIN : U92140MH1969GAP014359
Regd. Office: 208, Golden Chambers, New Andheri Link Road,
Andheri (West), Mumbai- 400053
Tel: 2673 3748/49/50/6616 Fax: 26736658.
Email: membership@iprsLtd.com Website: www.iprs.org

NOTICE

Notice is hereby given that 1st / 2018-19 Extra-Ordinary General Meeting of the Members of The Indian Performing Right Society Limited will be held at **ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai – 400 049** on Wednesday, 11th April, 2018 at 11.00 A.M. to transact the following business::

SPECIAL BUSINESS:

To approve the “Tariff Scheme” (annexed herewith) framed and presented by the Governing Council. This resolution is pursuant to the requirements under the Copyright Act, 1957 read with the Copyright Rules, 2013 and not under the provisions of the Companies Act, 2013. .

Note: Any Member having objection to the “Tariff Scheme”, is entitled to withdraw his authorization given to the Society or surrender/relinquish his Membership of the Society.

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

Place: Mumbai
Date: 9th March, 2018

Sd/-
Vikram Mehra
Director
DIN: 03556680

Notes:

1. **AS PER ARTICLE 23(a) OF THE ARTICLES OF ASSOCIATION OF THE COMPANY, NO MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING, IS ENTITLED TO APPOINT ANOTHER PERSON AS PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS/HERSELF/ITS BEHALF**
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is appended hereto.
3. Member attending the Meeting must fill-in the Attendance Slip sent herewith to attend the Meeting.
4. In case of deceased Members, their respective legal heirs will not be entitled to participate and vote at the Extra-Ordinary General Meeting
5. Members in person and Legal Heirs may please carry Photo ID Card for identification/verification purpose.
6. Family Members, Friends, Children accompanying the Member/ Legal Heir, shall not be permitted to attend the meeting.
7. Members desirous of obtaining any information concerning accounts and other operational matters of the Company are requested to send their queries to the registered office of the Company at least seven days before the date of the EGM. In case of receipt of query at any time less than seven days before the EGM, such query will not be answered at the EGM but will be dealt with separately by the Company.
8. In case of Members being bodies corporate, such Members are required to attach Certified True Copy of the Resolution passed by their Board of Directors for appointment of Authorised Representative under Section 113 of the Companies Act, 2013 along with Attendance Slip
9. Members are requested to notify the Company about their change of address, if any.
10. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to remote e-voting provided by Central Depository Services (India) Limited (CDSL) are given herein below in this Notice. In case of any queries or grievances in connection with remote e-voting, the Members may contact Mr. Manish Jani or Ms. Vibha Oza at 26733748/26733749/ 26733750/26736616 or may write to them at the Registered Office address of the Company.
11. Information and other instructions relating to voting by electronic means:
 - a. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as

amended from time to time, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed in this notice by electronic means and the business may be transacted through e-Voting Services and the said resolutions will not be decided on a show of hands at the EGM.

- b. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Extra-Ordinary General Meeting (EGM) (“remote e-voting”) will be provided by Central Depository Services (India) Limited (CDSL).
- c. The facility for voting through ballot paper shall be made available at the EGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- d. The Chairman shall, at the EGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
- e. The members who have cast their vote by remote e-voting may attend the meeting but shall not be entitled to cast their vote again, either by e-voting or by physical ballot.
- f. The remote e-voting period commences on Sunday, the 8th April, 2018 at 9:00 A.M. and ends on Tuesday, the 10th April, 2018 at 5:00 P.M. During this period members of the Company as on the cut-off date i.e. Wednesday, 4th April, 2018 only may cast their vote by remote e-voting. The remote e-voting module shall be forthwith blocked by CDSL for voting thereafter. Once the vote on resolution is cast by the member, the member shall not be allowed to change it subsequently. (whether voted by e-voting or by physical ballot). Please refer to Rule 20 Sub-Rule (vii) of the Companies (Management & Administration) Rules, 2014.

E-Voting Process:

Pursuant to Section 108 of the Companies Act, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015, the Company is providing facility of e-voting to all members. The e-voting facility is being provided through e-voting services provided by Central Depository Services (India) Limited (CDSL). The instructions for members for voting electronically are given in below paragraphs.

The instructions for members voting electronically are as under:

- i. The voting period begins on Sunday 8th April, 2018 at 9:00 A.M. and ends on Tuesday, the 10th April, 2018 at 5:00 P.M. During this period such members whose names are recorded in the Register of Members, as on the cut-off date i.e. Wednesday, 4th April, 2018 only shall be entitled to cast their vote electronically. The e-voting module shall be disabled for voting thereafter.

- ii. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
 - iii. The Members should log on to the e-voting website www.evotingindia.com.
 - iv. Click on Shareholders.
 - v. Now Enter your User ID provided to you along with the notice for this Extra-Ordinary General Meeting.
 - vi. Next enter the Image Verification as displayed and Click on Login.
 - vii. Enter your password to be used provided to you along with the notice for this Extra-Ordinary General Meeting.
 - viii. After entering these details appropriately, click on “SUBMIT” tab.
 - ix. Click on the EVSN of The Indian Performing Right Society Limited on which you choose to vote.
 - x. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
 - xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 - xii. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
 - xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - xiv. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
 - (i) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
- A. The voting rights of the members shall be in proportion to their number of works registered with the Company as on the cut-off date (record date) of Wednesday, 4th April 2018.
 - B. A copy of this notice has been placed on the website of the Company and the website of CDSL.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

TARIFF SCHEMES

The members may note that the Tariffs of the Company have been updated or revised keeping in mind the current market conditions. Some of the Tariffs have also been introduced and amended from time to time, and the Board/Licensing Committee/CEO is authorized to negotiate the license fees and give discounts and/or negotiate and/or agree for minimum annual royalty/license fees for all the tariffs.

The following are the Tariffs of the Company–

NEW TARIFFS PROPOSED: (ANNEXURE – 1).

TARIFFS BELOW FOR INTERNET/BROADCAST – TV / RADIO / MOBILE OPERATOR SERVICES / KARAOKE / SALE & RENTAL OF CINEMATOGRAPH FILMS OR SOUND RECORDING ARE APPLICABLE FROM 1ST APRIL, 2018

CF: UTILIZATION BY CINEMATOGRAPH FILMS ON PHYSICAL MEDIUM AND ELECTRONIC DIGITAL MEDIUM BY SALE-DOWNLOAD-RENTING-STREAMING; **CRB-**COMMUNITY RADIO BROADCAST; **INTB-**INTERNET NON-INTERACTIVE MUSIC STREAMING SERVICES; **INTR-**INTERNET INTERACTIVE MUSIC STREAMING SERVICES; **KOD-**KARAOKE SERVICE ON INTERNET; **MRT-**UTILIZATION BY SOUND RECORDING ON PHYSICAL MEDIUM OR ELECTRONIC-DIGITAL MEDIUM BY SALE-ELECTRONIC DIGITAL DOWNLOAD ; **MTN-**UTILIZATION BY RING TONE AND CALLER RING BACK TONE; **RDB:** RADIO BROADCAST; **SB:** TELEVISION-SATELLITE BROADCAST; **SNC-**MUSIC IN COMMERCIALS/ ADVERTISEMENTS/ PROMOS/ CORPORATE VIDEOS/AUDIOS

TARIFFS FOR PUBLIC PERFORMANCE APPLICABLE FROM 1ST JULY, 2018

AM: ARCADES, MULTIPLEXES, AND SHOPPING PLAZAS, IT / INFOTECH CENTERS/ PARKS/ INDUSTRIES/ AUTOMOBILE SHOWROOMS; **AP:** AMUSEMENT PARKS; **IHL&CL:** HOTELS, GUEST HOUSES, ROOMS, LODGES, MOTELS, HOLIDAY HOMES AND SUCH OTHER BOARDING AND LODGING PREMISES AND CLUBS (IRRESPECTIVE OF THEIR CATEGORY); **LP/DJ:** EVENTS-LP/DJ (RECORDED MUSIC) PERFORMANCES AT VENUES/PREMISES; **MLS:**MALLS; **PD:** PUB AND DISCO; **PUBL:** PUBLICATIONS; **RB:** RESTAURANTS, BARS, LUNCH HOMES, COFFEE SHOPS, DINING ROOMS, LOUNGES, CAFES, OFFICE CANTEENS, EATING HOUSES AND ALL PREMISES OF SIMILAR NATURE; **RTL:** RETAIL PREMISES; **SCBA:** STANDALONE COMMERCIAL BANQUETS AND AUDITORIUMS; **SOP:** SERVICE ORIENTED PREMISES; **STD :** SPORTS ;**TPWP:**

TRAVELLING PASSENGERS WAITING PREMISES; **TS:** TRANSPORTATION SERVICES

CURRENT EXISTING TARIFFS: (ANNEXURE – 2).

EXISTING TARIFFS FOR INTERNET/BROADCAST – TV / RADIO / MOBILE OPERATOR SERVICES / KARAOKE / SALE & RENTAL OF CINEMATOGRAPH FILMS OR SOUND RECORDING ARE APPLICABLE UPTO 31ST MARCH, 2018

CF:UTILIZATION BY CINEMATOGRAPH FILMS ON PHYSICAL MEDIUM OR ELECTRONIC DIGITAL MEDIUM BYSALE / DOWNLOAD / RENTING / STREAMING, **CRB:** COMMUNITY RADIO BROADCAST, **INTB :** INTERNET BROADCAST (NON- INTERACTIVE), **INTR :** INTERNET BROADCAST (INTERACTIVE), **INTL:** INTERNET LIMITED INTERACTIVE BROADCAST, **KOD:**KARAOKE SERVICES ONINTERNET, **MRT :** UTILIZATION BY SOUND RECORDING ON PHYSICAL MEDIUM O RELECTRONIC DIGITAL MEDIUM BY SALE / ELECTRONIC DIGITAL DOWNLOAD, **MTN:** UTILIZATION ON /BY MOBILE TELECOM CELLULAR / OPERATOR NETWORK, **RDB:**RADIO BROADCAST, **SB:** TELEVISION / SATELLITE BROADCAST, **SNC:** MUSIC IN COMMERCIALS / ADVERTISEMENTS ON TELEVISION, RADIO, INTERNET/ WEBSITE, IN FEATURE FILMS, ETC., **UGC:**USER GENERATED CONTENT ON INTERNET, **SR-**SATELLITE / ENCRYPTED RADIO.

EXISTING TARIFFS FOR PUBLIC PERFORMANCE WILL BE APPLICABLE UPTO 30TH JUNE, 2018

AIR :AIRLINES, **AIRP :** AIRPORTS, **AM:** ARCADES AND MALLS MULTIPLEXES, SHOPPING PLAZAS, INFOTECH CENTRES, PARKS, INDUSTRIES, AUTOMOBILE SHOWROOM AND ALL OTHER COMMERCIAL PREMISES OF SIMILAR NATURE, **AP:**AMUSEMENT PARKS, MUNICIPAL GARDENS, PUBLIC PARKS, PUBLIC POMERNADES, **BA:** BOWLING ALLEYS, **BO:** BANKS AND OFFICES, **CL:** CLUBS, **DC :** DOCTORS CLINIC / CONSULTING ROOMS, **DISCO :**DISCOTHEQUES / COMMERCIAL DANCE HALLS, **DS :** DEPARTMENTAL STORES, SHOWROOMS AND ALL OTHER COMMERCIAL PREMISES OF SIMILAR NATURE, **DSCH :** DANCE SCHOOLS, COLLEGE, CLASSES (EXCLUDING AEROBIC CLASSES), **EXB:** EXHIBITION AND SALE, **FW:**FACTORIES, WORKSHOPS AND OTHER SIMILAR INDUSTRIAL PREMISES, **HCL :** HEALTH CLUBS, GYMS, AEROBIC CENTRES, SAUNA BATH, BEAUTY CLINIC AND ALL OTHER COMMERCIAL PREMISES OF SIMILAR NATURE, **HSP :** HOSPITALS, NURSING HOMES, MEDICAL RESEARCH CENTRES AND OTHER SUCH SIMILAR PREMISES, **IHL :**HOTELS, GUEST HOUSES, ROOMS, LODGES, HOTELS, HOLIDAY HOMES AND SUCH OTHER BOARDING AND LODGING PREMISES (IRRESPECTIVE OF THEIR CATEGORY), **JB :**JUKE-BOX, **LP:**LIVE / DJ (RECORDED MUSIC) PERFORMANCES / EVENTS AT VENUES, **MDJ :**MOBILE DISC JOCKEYS, **MH :** (DOMESTIC) MUSIC ON HOLD CALL CENTRES/ BPO / OFFICES AND OTHER SIMILAR ESTABLISHMENTS, **MH(I) :**MUSIC ON HOLD (INTERNATIONAL CALL CENTRES / BPO / OFFICES AND OTHER SIMILAR ESTABLISHMENTS), **MV:** MOTOR VEHICLES, **PP :** PETROL PUMPS, **PUB:**PUB, **PUBL:** PUBLICATIONS, **PVM :** PAVEMENT MUSIC, **RB:**

RESTAURANTS, BARS, LUNCH HOMES, COFFEE SHOPS, DINING ROOMS, LOUNGES, CAFES, OFFICE CANTEENS, EATING HOUSES AND ALL PREMISES OF SIMILAR NATURE, **RSTS** : RAILWAY STATIONS, **SCP**: STANDALONE COMMERCIAL PREMISES FOR EVENTS LIKE KIDDIES PARTIES, BIRTHDAY PARTIES DOMESTIC / PERSONAL PARTIES, GET TOGETHER PARTIES AND ALL OTHER SIMILAR FUNCTIONS, ETC, **SHP** : SHIPS, CATAMARANS, BOATS AND OTHER OCEAN-TRAVELLING VESSELS, **SRS**:RETAIL SHOPS, VIDEO GAME PARLOUR (UPTO500SQ.FT) BEAUTY PARLOURS, HAIR-DRESSING SALONS, KIOSK STALLS AND ALL OTHER COMMERCIAL PREMISES OF SIMILAR NATURE, **STD** : SPORTS, CIRCUSES, MAGIC OR ACROBATIC PERFORMANCES, **THS** : CINEMA THEATRES, **TS**: TRAVELLING SHOWMEN, **IRT** : RAILWAY TRAINS, **LOP** : LIVE / ORCHESTRA PERFORMANCES / EVENTS AT VENUES.

The Licensing based on Tariffs for all Internet and Mobile Services not limited to Sound Recording / Cinematograph Film including Bundled services will be based upon the prevailing Content Pool shared for that services with the owner of the film and or sound recording.

All the tariffs reflect that the license fees/royalty in the tariff(s) are inclusive for the musical works and the literary works on an equal basis.

The members are requested to approve the above Tariff Schemes by passing an Ordinary Resolution.

The Directors along with their respective relatives and/or nominating Owner Member(s) shall be deemed to be interested in the above resolution to the extent of their respective entitlement to royalty.

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

Place: Mumbai
Date: 9th March, 2018

Sd/-
Vikram Mehra
Director
DIN: 03556680

DETAILS OF VENUE OF THE EXTRA-ORDINARY GENERAL MEETING

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

Landmark:

ROUTE MAP

