

The Indian Performing Right Society Limited

CIN: U92140MH1969GAP014359

Regd. Office: 208, Golden Chambers, New Andheri Link Road,

Andheri (West), Mumbai– 400053

Tel: (022) 69729999 /46067653

Email: responseagm@iprs.org Website: www.iprs.org

ADDENDUM TO THE NOTICE OF 55th ANNUAL GENERAL MEETING

Addendum is hereby given to the Original Notice of the 55th Annual General Meeting (55th AGM) of the Members of The Indian Performing Right Society Limited ('the Company') which will be held on Tuesday, 23rd September, 2025 at 11.30 A.M. IST at ISKCON's Auditorium, Hare Krishna Land, Next to Hare Krishna Temple, Juhu, Mumbai – 400 049), to transact the following business in addition to the business as mentioned in the original notice of the 55th AGM:

FOLLOWING RESOLUTION VIDE ITEM NO. 14 BEING RESOLUTION FOR APPOINTMENT OF AUTHOR-COMPOSER DIRECTOR IS FOR VOTING BY AUTHOR-COMPOSER MEMBERS ONLY IN ACCORDANCE WITH ARTICLE 24 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY:

14. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 152 and 160 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with Article 24 of the Articles of Association of the Company, Mr. Somesh Kumar Mathur (DIN: 07052051), who fulfills the criteria for appointment of Director in accordance with Article 24 of the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 along with necessary security deposit amount, proposing his candidature for the office of Author-Composer Director, Region - West, be and is hereby appointed as a Director of the Company who shall be liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary and expedient for giving effect to this resolution, for obtaining approval(s) of all applicable authorities and/or otherwise considered by them in the best interest of the Company.”

By Order of the Board
For The Indian Performing Right Society Limited

Place: Mumbai
Date: 9th September, 2025

Sd/-
JAVED AKHTAR
CHAIRMAN
DIN: 00112984

Notes:

1. **A MEMBER IS ENTITLED TO ATTEND AND VOTE AT THE MEETING. AS PER ARTICLE 24 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/HER/ITS BEHALF.**
2. In accordance with the requirements of the Copyright Act, 2012 read with the Copyright Rules, 2013, following documents are being presented and shall be made available for inspection of any Member of the Company at the venue of the ensuing 55th Annual General Meeting and at the Registered office of the Company during business hours on all working days till the date of ensuing 55th Annual General Meeting:
 - (i) Memorandum and Articles of Association
 - (ii) Register of Directors
 - (iii) Register of Members
 - (iv) Tariff Scheme of the Company
 - (v) Distribution Policy / Rules and methods
 - (vi) Amended Scheme for Welfare of Members of IPRS
 - (vii) Annual Budget for the Financial Year 2025-26
 - (viii) List of Reciprocal Agreements with foreign copyright societies under Section 34(2) of the Copyright Act, 1957
 - (ix) Annual Transparency Report for the Financial Year 2024-25.
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 be permitted to attend but not be entitled to participate and/or vote at the Annual General Meeting (AGM).
5. Members in person and Legal Heirs are requested to carry Photo ID Card (PAN Card/Aadhar Card) for identification/verification purpose.
6. Family Members, Friends, Children of 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 AGM. Members can also send their queries by email at **responseagm@iprs.org**. In case of

receipt of query at any time less than seven days before the AGM, such query will not be answered at the AGM 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 matters set out in the Original Notice and Addendum to 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 prior to the AGM and 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/e-voting at the AGM, the members may contact Mr. Adesh Sharma or Ms Rumpa Banerjee or Ms. Vibha Oza at 69729999 / 46067653 or may write to them at the Registered Office address of the Company or by email at **responseagm@iprs.org**.
11. Route Map to the Venue of the AGM is annexed to this Addendum to Notice.
12. Statement pursuant to Section 102(1) of the Companies Act, 2013 in relation to the Special Business to be transacted at the AGM is annexed hereto.
13. All the relevant documents referred to in the AGM Notice and the Addendum to Notice, Explanatory Statement etc., Register of Directors maintained under Section 170 and Register of Contracts or Arrangements, if any, in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and other documents shall be available for inspection by the members at the venue of the ensuing 55th Annual General Meeting and at the Registered office of the Company during business hours on all working days till the date of ensuing 55th AGM.
14. 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 AGM.

- b. The facility of casting the votes through electronic voting system shall be made available at the Annual General Meeting (AGM) 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 electronic/digital mode.
- c. The Chairman shall, at the AGM, at the end of discussion on the resolution on which voting is to be held, allow voting with the assistance of scrutinizer, by electronic/digital mode for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- d. The remote e-voting period commences on Wednesday, the 17th September, 2025 at 9:00 A.M. and ends on Monday, the 22nd September, 2025 at 5:00 P.M.
The cut-off date pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is Tuesday, 16th September, 2025. The remote e-voting module shall be forthwith blocked by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently as per Rule 20 Sub Rule (vii) of the Companies (Management & Administration) Rules, 2014.

E-Voting Process:

The instructions for members voting electronically are as under:

- i. The voting period begins on Wednesday, the 17th September, 2025 at 9:00 A.M. and ends on Monday, the 22nd September, 2025 at 5:00 P.M. During this period such members whose names are recorded in the Register of Members shall be entitled to cast their vote electronically. The Remote 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 by voting by e-voting during the AGM.
- 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 by CDSL.
- vi. Next enter the Image Verification as displayed and Click on Login.

- vii. Enter your password to be used provided to you by CDSL.
- 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 business in 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.

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.

- A. The voting right of the members shall be in accordance with Article 24 of the Articles of Association of the Company.
- B. A copy of this notice has been placed on the website of the Company and on the website of CDSL.
- C. Mr. Himanshu S. Kamdar, Practicing Company Secretary (Membership No. FCS 5171) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- D. The Scrutinizer shall within a period not exceeding three (3) days from the conclusion of the e-voting period, unblock the votes and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

- E. The results shall be declared on or after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.iprs.org and on the website of CDSL within 3 (Three) days of passing of the resolutions at the Annual General Meeting and will be communicated to Members accordingly.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013. THE FOLLOWING STATEMENT SETS OUT ALL THE MATERIAL FACTS RELATING TO THE BUSINESS ITEM MENTIONED UNDER SERIAL NO. 14 OF THE ACCOMPANYING ADDENDUM TO THE NOTICE.

Item No. 14

In connection with the 55th Annual General Meeting (55th AGM) of the Members of the Company which is scheduled to be held on 23rd September, 2025, the Company has received nomination and other requisite documents along with Security Deposit of Rs. 1 Lac from Mr. Somesh Kumar Mathur (DIN: 07052051), Author-Composer Member for election as Author-Composer Director, representing Region – West, as per the Resolution vide Serial No. 14 of the Addendum to the Notice of the 55th AGM as attached hereto. Subsequent to the dispatch of the Notice of 55th AGM, the Company has received the said nomination till the closure of business hours on 7th September, 2025 and proposed a resolution for election of the said Author-Composer Member as Director, for approval of members as mentioned in the above referred Addendum to the Notice of 55th AGM.

Accordingly, the members are requested to consider appointment of Mr. Somesh Kumar Mathur (DIN: 07052051) as Author-Composer Director, representing Region – West, as per the Resolution as proposed vide Serial No. 14 of Addendum to the Notice of the 55th AGM. A brief profile of Mr. Somesh Kumar Mathur vide resolution proposed under Serial No. 14 of Addendum to the Notice of the 55th AGM is appended herewith for the perusal and reference of the members.

None of the Directors and/or their relatives shall be deemed to be interested in the resolution set out at Item No. 14 of the Addendum to the Original Notice.

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

**Place: Mumbai
Date: 9th September, 2025**

**Sd/-
JAVED AKHTAR
CHAIRMAN
DIN: 00112984**

**BRIEF PROFILE OF CANDIDATE PROPOSED TO BE APPOINTED AS DIRECTOR OF THE COMPANY
VIDE ADDENDUM TO THE ORIGINAL NOTICE OF 55TH ANNUAL GENERAL MEETING**

Name of the Director	Mr. Somesh Kumar Mathur
Age	60 Years
Qualifications	M.B.A & Sangeet Visharad in Hindustani Classical (Vocal)
Director Identification Number (DIN)	07052051
No. of Works registered with IPRS	130+
Nature of Expertise & Experience	<p>Somesh Kumar Mathur is an MTV-VMA winning Singer, Songwriter, Composer, Music Producer, Mentor, and an Entrepreneur, in Bhakti Sangeet, Indian Classical, Light Classical, Pop-Rock, Blues, Jazz Fusion, Sufi, Ghazal, Devotional, and Global-World Music.</p> <p>He is also the pioneer of the Hindustani Pop-Rock-Blues sound, set to Bhakti-Sufi-Ghazal-Classical-Folk poetry and an MBA & a Sangeet Visharad in Hindustani Classical Vocal.</p> <p>The Maestro has thus far performed approximately 1800 concerts the world over.</p> <p>This trend setting artist is also the first ever Indian Citizen to be inducted by The Recording Academy (Grammy awards^R) as a Grammy U^R Mentor, Grammy^R Advocate, and also, he is a Grammy^R Voting Member.</p> <p>This philanthropist also helped 158 financially challenged performing artists during the Covid Pandemic by organizing heir Virtual Concerts on the SWEETBEATS platform, to assist them in making some money from these rather successful ticketed Shows of Independent Artists musicians (vocalists and instrumentalists).</p>
Relationship with existing Director(s) of the Company	None
Name of other Companies in which also holds Directorship	SWEET BEATS PRODUCTIONS PRIVATE LIMITED

Date of first appointment on the Board	NA
Number of the meetings of the Board attended during the year	NA
Region	West

DETAILS OF VENUE OF THE 55TH ANNUAL GENERAL MEETING

Address:

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

ROUTE MAP

