

September 30, 2020

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Company Code No.: 539807	Company Symbol: INFIBEAM

Sub: Newspaper Advertisement regarding Notices of the National Company Law Tribunal ("NCLT") convened Meetings of Equity Shareholders, Unsecured Creditors and Secured Creditors of the Company

Dear Sir/ Madam,

Please find enclosed herewith copies of the Newspaper Advertisements published in English daily, Financial Express, Ahmedabad Edition and in Gujarati daily, Financial Express, Ahmedabad Edition regarding notices convening the meetings of the equity shareholders, unsecured creditors and secured creditors of the Company at 23rd Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY, Gandhinagar, Taluka & District - Gandhinagar - 382 355 in the state of Gujarat, India on Monday, November 2, 2020 at 10:00 a.m., 10:45 a.m. and 11:30 a.m. respectively, for the purpose of considering, and if though fit, approving, with or without modification(s), the Composite Scheme of Arrangement amongst Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors under Section 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ("Scheme").

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For Infibeam Avenues Limited
(Formerly known as Infibeam Incorporation Limited)




Shyamal Trivedi
Vice President & Company Secretary

Encl: As above

INFIBEAM AVENUES LIMITED

(Formerly known as Infibeam Incorporation Limited)

Regd. Office: 28th Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY, Gandhinagar, Taluka & District - Gandhinagar - 382 355, CIN: L64203GJ2010PLC061366

Tel: +91 79 67772204 | **Fax:** +91 79 67772205 | **Email:** ir@ia.ooo | **Website:** www.ia.ooo

FORM NO. CAA. 2
[Pursuant to Section 230(3) and Rule 6 and 7]
BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, AHMEDABAD BENCH
C A (CAA) NO. 53 OF 2020

In the matter of the Companies Act, 2013;

And

In the matter of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013;

And

In the matter of Composite Scheme of Arrangement between Infibeam Avenues Limited (*formerly known as Infibeam Incorporation Limited*), Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors

Infibeam Avenues Limited

CIN: L64203GJ2010PLC061366

A Company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 28th Floor, GIFT Two Building, Block No. 56, Road - 5C, Zone - 5,

..... Applicant Company 1 /

Demerged Company 1

NOTICE AND ADVERTISEMENT OF NOTICE OF MEETINGS OF EQUITY SHAREHOLDERS, SECURED CREDITORS AND UNSECURED CREDITORS OF INFIBEAM AVENUES LIMITED

NOTICE is hereby given that by an order dated 9 September 2020 read with order dated 21 September 2020, the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") has directed separate meetings to be held of Equity Shareholders, Secured Creditors and Unsecured Creditors of Applicant Company 1 for the purpose of considering, and if thought fit, approving with or without modification, the Composite Scheme of Arrangement proposed to be made between Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors.

In pursuance of the said order and as directed therein further notice is hereby given that the meetings of Equity Shareholders, Unsecured Creditors and Secured Creditors of Applicant Company 1 will be held at 23rd Floor, GIFT Two Building, Block No. 56, Road-5C, Zone-5, GIFT CITY, Gandhinagar, Taluka & District - Gandhinagar - 382 355 in the state of Gujarat on Monday, November 2, 2020, respectively at 10:00 a.m., 10:45 a.m. and 11:30 a.m. at which time and place the said Equity Shareholders, Unsecured Creditors and Secured Creditors are requested to attend.

Copies of the said Notice, Explanatory Statement, Scheme of Arrangement under section 230 can be obtained free of charge at the registered office of the Applicant Company 1 or at the office of its authorized representative viz. Thakkar and Pahwa, Advocates at 71, New York Tower-A, Thaltej Cross Roads, S.G. Highway, Ahmedabad-380054. Persons entitled to attend and vote at the meeting, may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of the Applicant Company 1 not later than 48 hours before the meeting. Forms of proxy can also be obtained free of charge at the registered office of the Applicant Company 1.

The Tribunal has appointed Mr. Ashish Doshi, Practising Company Secretary as Chairperson of the said meetings including any adjournment thereof. The above mentioned Scheme of Arrangement, if approved by the aforesaid meetings, will be subject to the subsequent approval of the Tribunal.

FURTHER NOTICE is hereby given to the equity shareholders [which includes the Public Shareholders of the Applicant Company 1 as referred to in Circular No. CFD / DIL3/CIR/2017/21 dated 10 March 2017 issued by the Securities and Exchange Board of India ("SEBI")], secured creditors and unsecured creditors of the Applicant Company 1 that:

Sr No.	Particulars	Equity Shareholders ("Members")	Secured & Unsecured Creditors ("Creditors")
1	Provisions	Pursuant to the directions issued by NCLT by an order dated 9 September 2020 read with order dated 21 September 2020 and in compliance with the provisions of Section 230 read with Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the business as set out in the aforesaid notice is to be transacted by the equity shareholders through voting by means of remote e-voting facility postal ballot and by way of ballot /polling paper at the venue of the meeting. The Applicant Company 1 is providing facility of remote e-voting by electronic means through e-voting platform of Link Intime India Private Limited ("Link Intime"). The necessary instructions for remote e-voting have been set out in the said notice dated 25 September 2020.	Pursuant to the directions issued by NCLT by an order dated 9 September 2020 read with order dated 21 September 2020 and in compliance with the provisions of Section 230 read with Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the business as set out in the aforesaid notice is to be transacted by the secured creditors and unsecured creditors of Applicant Company 1 through postal ballot and by way of ballot/polling paper at the venue of the respective meetings.
2	Date of completion of dispatch of Notice through email/courier	29 September 2020	
3	Cut-off date for determining eligibility of members / creditors to vote	Friday, 18 September 2020 A person, whose name is not recorded in the Register of Members or in the Register of Beneficial Owners maintained by NSDL/CDSL as on the cut off date i.e. 18 September 2020, shall not be entitled to avail the facility of e-voting or voting through postal ballot or voting at the meeting to be held on 2 November 2020.	Friday, 18 September 2020 A person, whose name is not recorded in the Register of Unsecured Creditors / Register of Secured Creditors of the Applicant Company 1 as on the cut off date i.e. 18 September 2020, shall not be entitled to avail the facility of voting through postal ballot or voting at the respective meetings to be held on 2 November 2020.
4	Period of voting	Remote e-voting and voting period for postal ballot will commence at 09:00 a.m. IST on Saturday, 3 October 2020 and will end at 05:00 p.m. IST on Sunday, 1 November 2020. The remote e-voting module shall be disabled by Link Intime for voting thereafter.	The voting period for postal ballot will commence at 09:00 a.m. IST on Saturday, 3 October 2020 and will end at 05:00 p.m. IST on Sunday, 1 November 2020.
5	Postal Ballot Forms received after 5:00 p.m. IST on Sunday, 1 November 2020 will be treated as if the reply from such member / Creditor has not been received.		
6	Voting Rights	Voting right of equity shareholders shall be in proportion to the value of the fully paid up equity shares held by them as on cut- off date	Voting rights of unsecured creditors shall be reckoned on the outstanding amount due in the name of the respective unsecured creditors as on cut-off date Voting rights of secured creditors will be in proportion to the principal amount due in the name of the secured creditor as on cut-off date
7	An equity shareholder may attend the Meeting even after exercising his right through remote e-voting or postal ballot but cannot vote again at the venue of the Meeting and the Creditor may attend the respective meeting even after exercising his right through postal ballot but cannot vote again at the venue of the Meeting.		
8	Notice including voting instructions are available on	The website of the Applicant Company 1 www.ia.ooo and on the website of Link Intime https://instavote.linkintime.co.in	The website of the Applicant Company 1 www.ia.ooo
9	In case of non-receipt of Notice along with Postal Ballot Form, a Member / Creditors as on the cut-off date can download the same from website of the Company viz. www.ia.ooo or obtain duplicate postal ballot form from the registered office of the Applicant Company 1.		
10	Scrutinizer	As directed by NCLT, Mr. Jitendra Leeya, Practising Company Secretary has been appointed as the scrutineer for the said meeting of the equity shareholders to scrutinize votes cast through Remote e-voting, postal ballot and by polling/ballot paper at the venue of the meeting.	As directed by NCLT, Mr. Jitendra Leeya, Practising Company Secretary has been appointed as the scrutineer for the said meetings to scrutinize votes cast through postal ballot and by polling/ballot paper at the venue of the meeting.
11	Contact details for any queries or grievances pertaining to voting by Postal Ballot	Mr. Shyamal Trivedi, Vice President & Company Secretary 28 th Floor, GIFT Two Building, Block No. 56, Road - 5C, Zone - 5, GIFT City, Gandhinagar - 382355, Gujarat, India Tel.: 079 6777 2204, Email: ir@ia.ooo	
12	Contact details for any queries or grievances pertaining to e-voting	In case shareholders/members have any queries regarding e-voting, they may refer the Frequently Asked Questions ('FAQs') and InstaVote e-Voting manual available at https://instavote.linkintime.co.in , under Help section or send an email to enotices@linkintime.co.in or contact on: Tel: 022 -4918 6000.	N.A.

Sd/-
Dated this 29th day of September 2020
Ahmedabad

Mr. Ashish Doshi
Chairman appointed for the meetings

