

306, 3rd Floor, May Fair Gardens,
Banjara Hills, Road No. 12,
Hyderabad-500 034, (P) +91-40-35167744
E-mail: gradientinfoldtd@gmail.com,
shareholder@gradientinfotainment.com
URL: www.gradientinfotainment.com
CIN NO. : L74300TG1992PLC014317



Date: 17-12-2022

To The Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001. (BSE Scrip Code: 590126)	To The Listing Department, The Calcutta Stock Exchange Ltd, 7 Lyons Range, Dalhousie, Kolkata- 700001. (CSE Scrip Code: 10032161)
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**Subject: Intimation of Corrigendum to the Notice of the 01st/ 2022-23
Extraordinary General Meeting of the Company.**

Unit: Gradiente Infotainment Limited

Dear Sir/Madam,

This is to inform you that the Company has issued Notice convening 1st Extra Ordinary General Meeting for the Financial Year 2022-23 of the Shareholders of Gradiente Infotainment Limited to be held on Tuesday, 27th day of December, 2022 at 12:00 Noon at the Registered Office of the Company situated at #306, 3rd Floor, May Fair Gardens, Banjara Hills, Road No. 12, Hyderabad – 500034, Telangana.

Further, we would like to intimate that Corrigendum is being issued in continuation of the Notice of 01st/ 2022-23 Extraordinary General Meeting of the Company **(Enclosed)**.

This corrigendum forms an integral part of the EGM Notice and shall be read in continuation of and in conjunction with the Notice. All other contents of the EGM Notice, save and except as modified by this communication, shall remain unchanged.

You are requested to take the same on record.

Thanking you.

Yours truly
For **Gradiente Infotainment Limited**

Vimal Raj Mathur
Managing Director
(DIN-03138072)



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Dear Shareholder,

Sub: CORRIGENDUM TO THE NOTICE DATED 28.11.2022 CONVENING THE 1ST EXTRA ORDINARY GENERAL MEETING FOR FY 2022-23 TOGETHER WITH EXPLANATORY STATEMENT OF GRADIEN TE INFOTAINMENT LIMITED TO BE HELD ON TUESDAY, 27.12.2022 AT 12:00 NOON

The Company scheduled the Extra Ordinary General Meeting on Tuesday, 27.12.2022 at 12:00 Noon at the registered office of the Company vide notice dated 28.11.2022. This Corrigendum is issued in continuation of the Notice dated 28.11.2022 which was mailed to all the shareholders and uploaded on the Websites of the Company, Calcutta Stock Exchange Ltd and BSE Limited on 05.12.2022.

Due to a typographical error inadvertently committed in mentioning the number of shares instead of number of warrants in respect of following 5 (five) proposed allottees, this corrigendum is issued to the shareholders with the corresponding changes to reflect the correct position. All the shareholders are requested to go through the following corrigendum, which may please be read always in conjunction with the notice of EGM. The following 5 (five) proposed allottees in fact applied for convertible warrants and their names were shown inadvertently in the list of proposed allottees for Equity Shares as detailed below:

Sl. no	Name of the Proposed Allottees	No. of warrants to be issued instead of equity shares
PROMOTERS		
1.	Mr. Vineet Raj Mathur	2,00,000
2.	Mr. Anusha Mathur	2,00,000
	Sub Total (A)	4,00,000
NON – PROMOTERS		
3.	Mr. Bharat Naresh Kumar Saxena	2,50,000
4.	Ms. Rekha Hemant Mehta*	5,00,000
5.	Ms. Sanivarapu Navya Reddy	2,00,000
	Sub Total (B)	9,50,000
	Total (A +B)	13,50,000

*Also it was noticed that the full name of “Rekha Hemant Mehta” was inadvertently mentioned as “Krishna Hemanth Mehta”. Therefore, all the shareholders are requested to read Krishna Hemanth Mehta as Rekha Hemant Mehta.



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Following are the **CONSEQUENTIAL CHANGES** in the Resolution no. 2 and Explanatory Statement 2 &3 to reflect the above correct position:

Sl. no	Existing Content of Resolution/ Explanatory statement in the notice	Modifications/Amendments (Revised Content of Resolution/ Explanatory statement in the notice)
1.	<p>Resolution No. 2 Caption is</p> <p>Issue of not exceeding 24,45,000 equity shares and 78,50,000 convertible warrants to the promoters and non - promoters on preferential basis</p>	<p>Resolution No 2 Caption be read as</p> <p>Issue of not exceeding 10,95,000 equity shares and 92,00,000 convertible warrants to the promoters and non - promoters on preferential basis.</p>
2.	<p>In Resolution No. 2 in para 1 the matter is</p> <p>the consent of the members of the Company by way of special resolution be and is hereby accorded to the Board to Offer, Issue and Allot in one or more tranches not exceeding 4,50,000 (Four Lakhs and Fifty Thousand Only) Equity Shares to the Promoters and not exceeding 19,95,000 (Nineteen Lakhs and Ninety Five Thousand Only) Equity Shares and 78,50,000 (Seventy Eight Lakhs and Fifty Thousand Only) convertible warrants to the non -promoters (whose names shall be recorded by the Company in the manner set out in Sec 42(7) of the Companies Act, 2013 read with the respective Rules) and in accordance with Chapter V of SEBI (ICDR) Regulations, 2018 and other applicable laws at an issue price of Rs. 10/- per share and Rs.10/- per warrant and the said warrants are convertible into 78,50,000 equity shares at an issue price of Rs. 10/- per share on such other terms and conditions as may be determined by the Board.”</p>	<p>In Resolution No. 2 in para 1 the matter be read as</p> <p>the consent of the members of the Company by way of special resolution be and is hereby accorded to the Board to Offer, Issue and Allot in one or more tranches not exceeding 50,000 (Fifty Thousand Only) Equity Shares and not exceeding 4,00,000 (Four Lakhs Only) convertible warrants to the Promoters and not exceeding 10,45,000 (Ten Lakhs and Forty Five Thousand Only) Equity Shares and 88,00,000 (Eighty Eight Lakhs Only) convertible warrants to the non -promoters (whose names shall be recorded by the Company in the manner set out in Sec 42(7) of the Companies Act, 2013 read with the respective Rules) and in accordance with Chapter V of SEBI (ICDR) Regulations, 2018 and other applicable laws at an issue price of Rs. 10/- per share and Rs.10/- per warrant and the said warrants are convertible into 92,00,000 equity shares at an issue price of Rs. 10/- per share on such other terms and conditions as may be determined by the Board.”</p>



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3.	<p>In Item No. 2& 3 of the Explanatory Statement in para 1 is:</p> <p>The Special Resolutions as mentioned in Item no. 2 & 3 above proposes to authorize the Board of Directors to issue and allot up to 1,15,07,600 Equity Shares and 78,50,000 convertible warrants at an issue price of Rs.10/- each</p>	<p>In Item Nos. 2 &3of the Explanatory Statement in para 1 be read as:</p> <p>The Special Resolutions as mentioned in Item no. 2 & 3 above proposes to authorize the Board of Directors to issue and allot up to 1,01,57,600 Equity Shares and 92,00,000 convertible warrants at an issue price of Rs.10/- each</p>
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Point no. III and IV of Clause B in Explanatory Statement annexed to the Notice for Item no. 2 and 3 shall be substituted with the following revised points:

(iii) Intent of the promoters or their associates and relatives, directors or key managerial personnel of the issuer to subscribe to the offer;

91,12,600 Equity shares and 4,00,000 warrants shall be issued to the following promoters/Directors who have given their consent to subscribe for the below mentioned equity shares. Both the company and the directors who have provided unsecured loans to the company mutually agreed upon for conversion of unsecured loans in to equity shares. None of the other Promoters, Directors or Key Managerial Personnel and their relatives is concerned or interested, except as mentioned below:

Sl. no	Name of the Allottee	Designation	Number of Equity Shares	Number of warrants
1	Mr. Vimal Raj Mathur	Promoter and Managing Director	69,27,600	0
2	Mr. S R Mathur	Promoter and Whole-time Director	1,60,000	0
3	Ms. Sunitee Raj	Promoter and Director	10,00,000	0
4	Mr. Mohd. Abdul Raof	Director	6,25,000	0
5	Mr. Mallicarjunan Balachandar	Director	3,50,000	0
6	Mr. Vineet Raj Mathur	Son of Mr. Vimal Raj Mathur, Promoter and Managing Director and Mrs. Sunitee Raj Mathur, promoter and Director)	0	2,00,000



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7	Mr. Kunal Raj Mathur	Son – in- law of Mr. Vimal Raj Mathur, Promoter and Managing Director and Mrs. Sunitee Raj Mathur, promoter and Director)	50,000	0
8	Ms. Anusha Mathur	Daughter-in-law of Mr. Vimal Raj Mathur, Promoter and Managing Director and Mrs. Sunitee Raj Mathur, promoter and Director)	0	2,00,000
Total			91,12,600	4,00,000

Aside the issue of shares **and warrants** to the above promoters and directors, **10,45,000 Equity Shares and 88,00,000 warrants** are proposed to be issued to the Non promoters (public category) on Preferential Basis.

The Company will take necessary steps to obtain the required approvals from Calcutta Stock Exchange Limited or any other regulatory agency as may be applicable, for the proposed preferential issue of Equity shares and warrants convertible into equity shares.

(IV) Shareholding pattern of the issuer before and after the preferential issue would be as follows:

(assuming all the existing and proposed warrants are converted into equity shares):

Sl. No	Category	Pre Issue Holding				Post Issue Holding	
		No. of Equity shares	% of shares	Proposed Issue Equity shares	Warrants	No. of shares (presuming that all warrants are converted)	% of Shares
A	Promoter Shareholding						
1	Promoters	18,55,276	8.24	81,37,600	4,00,000	1,03,92,876	24.82
	Sub-Total (A)	18,55,276	8.24	81,37,600	4,00,000	1,03,92,876	24.82
B	Public Shareholding						
1	Institutio	--	--	--	--	--	--



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	ns						
2	Non-Institutions						
(i)	Bodies Corporate	17,34,925	7.70	--	--	17,34,925	4.14
(ii)	Individuals	1,74,71,360	77.59	20,20,000	85,00,000	2,79,91,360	66.85
(iii)	NRIs	37,109	0.16	--	--	37,109	0.09
(iv)	Clearing Members	3,69,983	1.64	--	--	3,69,983	0.88
(v)	HUF	10,48,747	4.67	--	3,00,000	13,48,747	3.22
	Sub-Total (B)	2,06,62,124	91.76	20,20,000	88,00,000	3,14,82,124	75.18
	Grand Total (A+B)	2,25,17,400	100.00	1,01,57,600	92,00,000	4,18,75,000	100.0

Point no. (VI) of Explanatory Statement annexed to the Notice for Item no. 2 and 3 inter alia includes the following, in relation to the said five proposed allottees for warrants:

“(VI) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue and the current and proposed status of the allottee (s) post the preferential issues namely, promoter or non-promoter:

List of proposed allottees: All the proposed allottees as furnished in the table are the ultimate beneficial owners of the shares along with their status as to promoter/ non – promoter, pre and post preferential issue. There will be no change in the status of the proposed allottees post the preferential issue.

Sl. No	PRE ISSUE HOLDING			POST ISSUE HOLDING ON CONVERSION			
	Identity of proposed Preferential Allottee	Pre issue holding	% of shares	Shares proposed to be allotted	Warrants proposed to be allotted	No. of Shares after conversion/ allotment of shares	% of shares on conversion/ allotment of shares



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A. PROMOTERS								
4.	Mr. Vineet Raj Mathur (son of Mr. Vimal Raj Mathur, Promoter and Managing Director and Mrs. Sunitee Raj Mathur, promoter and Director)	5	0.01	0	2,00,000	2,00,005	0.48	
6.	Ms. Anusha Mathur (Daughter-in-law of Mr. Vimal Raj Mathur, Promoter and Managing Director and Mrs. Sunitee Raj Mathur, promoter and Director)	2,090	0.01	0	2,00,000	2,02,090	0.48	
B. NON-PROMOTERS								
25.	Mr. Bharat Naresh Kumar Saxena	1,86,900	0.83	0	2,50,000	4,36,900	1.04	
28.	Ms. Rekha Hemant Mehta	97,000	0.43	0	5,00,000	5,97,000	1.43	
29.	Ms. Sanivarapu Navya Reddy	--	--	0	2,00,000	2,00,000	0.48	

Except and Save for the aforesaid changes, all the rest/remaining contents of the notice of the EGM and Explanatory Statement remain the same and unchanged.

This Corrigendum forms integral part of the notice dated 28.11.2022 scheduling the EGM on 27.12.2022 and should always be read in conjunction with the said EGM notice.

All the Shareholders are once again requested to make note of the aforesaid corrections made in the notice of EGM.

For Gradiente Infotainment Limited



Vimal Raj Mathur
Managing Director
(DIN: 03138072)

Date: 17-12-2022
Place: Hyderabad