

## **POSTAL BALLOT NOTICE**

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 the company is seeking the consent of its members in respect of the special business proposed to be passed by Postal Ballot/ electronic voting (Remote e-voting), more specifically provided in the appended resolution. The proposed Special Resolution along with the Explanatory Statement pursuant to Section 102(1) of the Act setting out the material facts for the proposed resolution is appended along with a Postal Ballot Form for your action.

Members have the option to vote either by means of physical Postal Ballot or through e-voting.

The Board of Directors of the Company has appointed Mr. G. N. Pawar, Chartered Accountant, Solapur (Membership No.046919) as Scrutinizer for conducting the Postal Ballot and remote e-voting process in a fair and transparent manner and in accordance with the provisions of the Act and rules made thereunder.

Members are advised to read carefully the instructions given in the Postal Ballot Form and return the said Form duly completed and signed, in the enclosed postage prepaid self-addressed envelope so as to reach the Scrutinizer on or before the close of working hours i.e. 05.00 pm on Friday on 12<sup>th</sup> November, 2021 at the scrutinizer's office at Mr. G. N. Pawar, Chartered Accountant, office at G-6, Bavi Plaza, 9/3, Murarji Peth, Opp. ST Stand, Solapur- 413 002 or vote through the remote e-voting facility offered by the Company.

The scrutinizer will submit the report to the Chairman or Managing Director after the completion of scrutiny of Postal Ballots received from members and the votes recorded through remote e-voting. The results of voting by means of Postal Ballot and Remote E-Voting will be announced on or before Sunday, November 14, 2021 at the Registered Office of the Company and also by placing the same on the company's website - [www.Katarespinningmillslimited.com](http://www.Katarespinningmillslimited.com) and communicated on the same day to Bombay stock exchange.

By order of the Board of Directors

**KATARE SPINNING MILLS LIMITED**

SD/-

KISHORE T KATARE

Managing Director

DIN NO.: 00645013

Place: Solapur

Date: 07<sup>th</sup> October, 2021

**Item No. 01**

**Special Business**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT, pursuant to the provisions of Section 180(1) (a), Section 110 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and subject to the approvals, consents, permissions and sanctions as may be necessary from the concerned Statutory Authorities and subject to such terms and conditions as may be imposed by them. Consent of the Members be and is hereby accorded to the Board of Directors of the Company ("the Board" which expression shall also include Committee(s) thereof) to dispose off, sell and transfer the Land & Hotel division situated at 224, Civil Lines, Solapur-413.001 admeasuring 1200 sq. mtrs (hereinafter referred to as "Division"), , together with all specified tangible and intangible assets in relation to the division to any prospective Buyer at such price as may be negotiated or determined and on such terms and conditions as the Board of Directors may think proper and beneficial to the Company.

"RESOLVED FURTHER THAT, the Board be and is hereby authorised Mr. Kishore T. Katare and Mr. Subhash T. Katare, Directors of the Company to do all such acts, matters, deeds and things as may be necessary, incidental or ancillary to the sale of the Property without further reference to the Members of the Company, including finalising the terms and conditions, methods and modes of payment in respect thereof, and finalising and executing necessary documents including agreements, deeds of assignment, conveyance and such other documents as may be necessary or expedient in its own discretion and in the best interest of the Company including the power to delegate, to give effect to this Resolution."

"RESOLVED FURTHER THAT, Mr. Kishore T. Katare and Mr. Subhash T. Katare of the Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may require or necessary in this matter for making submissions at Stock Exchanges, Registrar of Companies, Pune and all other approval authorities in this regard."

By order of the Board of Directors

**KATARE SPINNING MILLS LIMITED**

SD/-

KISHORE T KATARE

Managing Director

DIN NO.: 00645013

Place: Solapur

Date: 07th October, 2021

**Notes:**

1. Pursuant to Section 102(1) of the Companies Act 2013, an explanatory Statement setting out material facts relating to the proposed Special resolution is appended to this notice.

2. In compliance with the provisions of Sections 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing agreement entered with the Stock Exchanges, the Company is pleased to offer remote e-voting facility to all members of the Company. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting.

3. The members have an option to vote either through remote e-voting or through the physical Postal Ballot Form. If a member opts for remote e-voting, then he/she should not vote by physical Postal Ballot and vice-versa., In case members cast their vote, via physical Postal Ballot and remote e-voting, then voting through remote e-voting shall prevail and voting done by physical Postal Ballot shall be treated as invalid irrespective of whichever is done first.

4. This notice is sent to all the Members whose names appear in the Register of Members / Record of Depositories as on Friday, October 01, 2021 by post / courier and electronically by email to those members who have registered their email IDs with the Company / Depository. Voting rights shall be reckoned in proportion to the number of shares registered in the name(s) of Members as on Friday, October 01, 2021.

5. In terms of Section 180 (1) (a) of the Act read with the postal Ballot Rules, the item of business set out in notice above shall have to be passed by way of Postal Ballot.

6. The Members are requested to carefully read the instructions printed on the attached postal Ballot Form and return the same duly completed and signed, in the enclosed postage prepaid self-addressed envelope so as to reach the Scrutinizer on or before the close of working hours 05.00 pm on Friday, 12<sup>th</sup> November, 2021, Please note that any postal Ballot Form(s) received from the member(s) after 12<sup>th</sup> November, 2021 shall be treated as if no response has come from the member(s) in terms of Rule 6(f) of the Postal Ballot Rules. Accordingly, Members are requested to send duly completed Postal Ballot Forms well before the above said date providing sufficient time for postal transit.

7. Resolution approved by the members through Postal Ballots / remote e-voting are deemed to have been passed effectively at a General Meeting of the Members.

8. The Postal Ballot form and the postage prepaid self-addressed business reply envelope are enclosed. Members are requested to carefully read the instructions printed on the Postal Ballot Form before exercising their vote.

**9. Green Initiative in the Corporate Governance– Registration of email address.**

The Members are requested to register email address with the Depository Participant / The Registrar and Share Transfer Agent of the Company, i.e. Link In-time India Private Limited, as the case may be, for service of documents.

**The instructions for shareholders voting electronically are as under:**

1. The voting period begins on Wednesday, 13<sup>th</sup> October, 2021 (09.00 am) and ends on Friday, 12<sup>th</sup> November, 2021 (05.00 pm) during this period the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off (Record) date of Friday, 01<sup>st</sup> October, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
3. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
4. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
5. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-</p>

	<p>Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>2) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

6. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on Shareholders.
3. Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field</li> </ul>
DOB	Enter the Date of Birth as recorded in your Demat account or in the company records for the said Demat account or folio in DD/MM/YYYY format.

Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your Demat account or in the company records for the said Demat account or folio.</p> <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv)</li> </ul>
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7. After entering these details appropriately, click on “SUBMIT” tab.
8. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN for the relevant KATARE SPINNING MILLS LTD on which you choose to vote.
11. 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.
12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
13. 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.
14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.



15. You can also take print out of the voting done by you by clicking on “Click here to print” option on the Voting page.
16. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
17. **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
18. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [katarespinningmills@gmail.com](mailto:katarespinningmills@gmail.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
20. 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](http://www.evotingindia.com), under help section or write an Email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
21. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

22. Members are requested to cast their vote on the Postal Ballot only through one mode (Postal Ballot or e-voting). In case Members cast their votes through both the modes, votes cast through Postal Ballot form will be rejected.

23. The Scrutinizer after completion of scrutiny of the postal ballot forms will submit his report to the Managing Director of the Company. The results of Postal Ballot will be declared by the Managing Director or such other Director as authorized by the Board of Directors of the Company on 14<sup>th</sup> November, 2021 at the registered office of the Company. In event the draft resolution is assented by the requisite majority of the shareholders by means of postal ballot, the date of declaration of result shall be deemed to be the date of passing of the said resolution. The results would also be displayed on the Notice Board of the registered Office of the Company, besides communicating to Bombay Stock Exchange Limited.

23. The members are requested to:

- i. Intimate to the Registrars / Company, changes if any, in their registered address at an early date along with the pin code number;
- ii. Quote Registered Folio / Client ID & DP ID in all their correspondence;
- iii. Dematerialise the shares held in physical form at the earliest as trading in the Equity Shares of the Company shall be only in dematerialised form for all the investors.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

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**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013;**

1. The Company has a property situated at 224, Civil Lines, Solapur-413001 admeasuring 1200 Sq. mtrs which is used for Hotel Division business of the Company (herein after referred to as the Hotel Division) wherein the activity was carried on by the Company. The said Hotel Division was under possession of Bank of India since 2017 and the Bank who is financial creditor of the Company filed the case under the Insolvency and Bankruptcy Code, 2016 (IBC Code) so, the CIRP process initiated as per the order of NCLT, Mumbai Bench, since then no activity is carrying on in the Hotel Division.

Now, all the proceedings under the IBC Code completed and payment to the Bank of India under the one time settlement scheme offered by the Bank (BOI OTS 2021) has been received from the personal guarantor Mr. Kishore T. Katare, Managing Director of the Company. Therefore, as on date no dues outstanding against the Company of the Bank of India.

Now, the Board has decided to sale the hotel division to the prospective buyer on such valuation and such terms and conditions which will be beneficial for the Company. Further, proceed receive from the sale of hotel division will be used for the repayment of loan of Mr. Kishore T. Katare, Managing Director of the Company and remaining amount, if any will be used for moderation of technologies in the Spinning Division.

2. The Board of Directors of the Company felt it is desirable and in the interest of the Company to sell the Hotel division at the prevailing market price beneficial to the interest of the Company on such terms and conditions as may be agreeable mutually between the Company and the Buyer.
3. The Board of Directors is of the opinion that the aforesaid sale of the Hotel division is in the best interest of the Company, as the same would result into savings of cost of maintenance of the Hotel division and the proceeds of the same can be utilised for debt repayment and for moderation of technologies in Spinning Division.
4. The Board of Directors has at its Meeting held on 07<sup>th</sup> October, 2021 recommended for the approval of Members for the sale of the said Hotel division.
5. Pursuant to the provisions of Sections 180 (1)(a) and section 110 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the sale, transfer or disposal of an undertaking requires the approval of the Members by Special Resolution to be passed by way of Postal Ballot. Accordingly, the approval of the Members is being sought through Postal Ballot for passing the Special Resolution as set out in the above Notice.
6. None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Special Resolution as set out at Item No. 1 of the Notice.

The Board recommends the resolution as set out at Item No. 1 of the Notice for approval by the shareholders.

By order of the Board of Directors  
**KATARE SPINNING MILLS LIMITED**

SD/-  
KISHORE T KATARE  
Managing Director  
DIN NO.: 00645013

Place: Solapur  
Date: 07<sup>th</sup> October, 2021

**Registered Office:**

14/30 Ground Floor, B Wing, Katare Complex, Gandhinagar, Bl. No. 10 Solapur,  
MH- 413006.

Enclosures:

- 1 Postal Ballot Form.
  - 2 Postage Pre-paid self-addressed envelope.
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**KATARE SPINNING MILLS LIMITED**

Registered Office: 14/30 Ground Floor, B Wing, Katare Complex,  
Gandhinagar, Bl. No. 10 Solapur MH- 413006.

Tel- 2623981, 2628581 Email- [katarespinningmills@gmail.com](mailto:katarespinningmills@gmail.com)

[www.katarespinningmillslimited.com](http://www.katarespinningmillslimited.com)

CIN: L17119PN1980PLC022962

**POSTAL BALLOT FORM**

Last Date for Receipt of Postal Ballot Form

05.00 pm on Friday, November 12, 2021

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Name of the First Named Shareholder (In block letters)	
2	Postal address	
3	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	No. of shares held	
5	I/We do hereby exercise and cast my/ our vote in respect of Special Resolution to be passed through postal ballot for the business stated in the Notice for Postal Ballot of the Company in following manner by placing the (Q) mark at the appropriate box below (tick in both boxes will render the ballot invalid)	

<b>Sr. No.</b>	<b>Description</b>	<b>No. of Shares held</b>	<b>I assent to the Resolution (FOR)</b>	<b>I dissent from the resolution (AGAINST)</b>
1	To approve the sale of undertaking under Section 180 (1) (a) of Plot of Land and Hotel Building Premises situated at 224, Civil Lines, Solapur-413001.			

Place: \_\_\_\_\_

Date: \_\_\_\_\_ (Signature of the shareholder)

## ELECTRONIC VOTING PARTICULARS

<b>EVSN (Electronic Voting Sequence Number)</b>	<b>USER ID</b>	<b>PASSWORD</b>

<b>COMMENCEMENT OF E VOTING</b>	<b>END OF E VOTING</b>
09.00 AM on Wednesday, October 13, 2021	05.00 PM on Friday, November 12, 2021

**Note:**

1. Please read the instructions printed overleaf carefully before exercising your vote.
2. Last day for the receipt of Postal Ballot Forms by Scrutinizer is Friday, 12<sup>th</sup> November, 2021

**Instructions:**

1. Members may fill up the ballot form printed overleaf and submit the same in a sealed envelope to the scrutinizer, Mr. G. N. Pawar, Chartered Accountant, Solapur (appointed as scrutinizer of the Company in a fair and transparent manner) at the Mr. G. N. Pawar, Chartered Accountant, office at G-6, Bavi Plaza, 9/3, Murarji Peth, Opp. ST Stand, Solapur- 413 002 or to his Email-Id [gnpawar@gmail.com](mailto:gnpawar@gmail.com).
2. A Member desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage prepaid self- addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal ballots, if deposited in person or sent by courier / speed post at the expense of the Member will also be accepted.
3. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
4. The self- addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
5. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first- named Member and in his / her absence, by the next- named Member. ] in the column 'I assent to the resolution' or dissent must be accorded by placing a tick.

6. Consent must be accorded by placing a tick mark [ ] in the column 'I dissent to the resolution' mark.

7. The votes of a Member will be considered invalid on any of the following grounds:  
a. if the Postal Ballot Forms are unsigned, incomplete or incorrectly filled; b. if the Member's signature does not tally; c. if the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceed the total number of shares held; d. if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member, or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or it is difficult to verify the signature, or one or more of the above grounds.

8. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before Friday, 12<sup>th</sup> November, 2021. If any Postal Ballot Form is received after this date, it will be considered that no reply from the concerned Member has been received.

9. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled- in duplicate Postal Ballot Forms should reach the Scrutinizer not later than the date specified in Item (8) above.

10. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Power of Attorney / attested specimen signatures etc. In case of electronic voting, documents such as the certified true copy of Board Resolution / Power of Attorney, along with attested specimen signatures, should be mailed to the Scrutinizer at [gnpawar@gmail.com](mailto:gnpawar@gmail.com), with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)., or deposited at the registered office of the Company.

11. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self- addressed postage- prepaid envelopes in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.

12. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.

13. Voting rights shall be reckoned on the paid- up value of the shares registered in the name of the Member on the relevant date 01<sup>st</sup> October, 2021 record date.

14. The Company will not be responsible if the envelope containing the ballot form is lost in transit.

15. The Scrutinizer's decision on the validity of the postal ballot shall be final.

16. Only a Member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as an intimation only.

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