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An ISO 9001-2015 Company

Banka BioLoo Limited

Registered Office: A-109 Express Apartments, Lakdi ka Pool, Hyderabad - 500004, Telangana, India

Corporate Office: 56, Nagarjuna Hills Road, Punjagutta, Hyderabad - 500082, Telangana, India

+91 40 29801495 • www.bankabio.com • CIN: L90001TG2012PLC082811

Postal Ballot Notice

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

Dear Member(s),

NOTICE is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), General Circular No. 14/2020 dated 8 April 2020 and General Circular No. 17/2020 dated 13 April 2020, General Circular No. 22 dated 15 June 2020, issued by the Ministry of Corporate Affairs, (the "MCA Circulars"), and further pursuant to applicable provisions of, and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, to transact the below-mentioned proposed special business by the members of **Banka BioLoo Limited** ("the Company"), by passing resolutions through postal ballot ("Postal Ballot") with a facility of electronic voting ("remote e-voting").

Pursuant to the provision of SEBI ICDR Regulations, the Company shall obtain the consent of the shareholders for resolution No. 3 through postal ballot by way of special resolution. Hence, the Board of Directors now propose to obtain the consent of the shareholders for the below-appended resolutions by way of Postal Ballot/ remote e-voting.

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the '**Listing Regulations**'), Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and aforesaid MCA Circulars, the Company is pleased to provide the members the facility to exercise their right to vote on the matters included in the postal ballot by electronic means i.e. through e-voting services provided by Central Depository Services Private Limited (CDSL). E-voting will commence from 1 August 2020 and will end on 30 August 2020. E-voting will be blocked by the Central Depository Services Limited ("CDSL") at **5:00 p.m. IST on 30 August 2020** and E-voting shall not be allowed beyond the said date and time.

The Board of Directors of the Company (**'the Board'**) at its meeting held on 27 July 2020, had appointed Mr. M. Ramana Reddy, Practicing Company Secretary (CP No. 18415) from P. S. Rao & Associates, as the Scrutinizer (**'Scrutinizer'**) for conducting the Postal Ballot (physical and e-voting process) in a fair and transparent manner.

Proposed resolutions, along with explanatory statements pertaining to the said resolutions, pursuant to Section 102(1) of the Companies Act, 2013, setting out the information and material facts, are appended herewith for your consideration.

Members are requested to read the information and instructions provided in the Notice, Notes to Notice and Postal Ballot Form and/or E-voting instructions before exercising their vote, either through Postal Ballot or E-voting, as the case maybe.

The duly completed Postal Ballot Form should reach the Scrutinizer not later than by 17:00 hours IST on 30 August 2020 to be eligible for being considered, failing which it will be strictly considered that no reply has been received from the Member.

Kindly note that the members can opt for only one mode of voting i.e. either physical postal ballot or e-voting. However, in case members cast their vote both, by physical postal ballot and e-voting, then voting done through valid e-voting shall prevail, and the voting done by physical postal ballot will be treated invalid.

The Scrutinizer will submit his report to the Chairman, or in his absence, any person, duly authorized by him after completion of the scrutiny of Postal Ballots, including remove e-voting. The results of Postal Ballot process shall be declared within 48 hours of the conclusion of the voting through Postal Ballot process i.e. on or before 1 September by the Managing Director, or any other authorized person at the Registered Office / Corporate Office of the Company. The said results will also be submitted to the National Stock Exchange of India Limited ('NSE'), where the Company's securities are listed, and be displayed on the website of the Company www.bankabio.com.

Members are requested to consider and approve the following business by way of **Postal Ballot** or **E-Voting**.

Special Business

1. Increase of Authorised Capital and consequent amendment to Memorandum of Association of the Company

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, and pursuant to the applicable provisions of the Memorandum of Association and Articles of Association of the Company, the approval of the Members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 5,00,00,000 (Rupees Five Crores only) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 10 (Rupees Ten only) each, **to** Rs. 15,00,00,000 (Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10 (Rupees Ten Only) each, **by creation of** 1,00,00,000 (One

Crore) Equity Shares of Rs. 10 (Rupees Ten only) each, and consequently, existing clause V of the Memorandum of Association of the Company be and is hereby substituted by the following:

“The Authorised Share Capital of the Company is Rs. 15,00,00,000 (Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10 (Rupees Ten only) each. The Company has power, from time to time, to increase or reduce its capital and to issue any shares in original or new capital as equity or preference shares, and to attach to any class or classes of such shares any preferences, rights, privileges or priorities in payment of dividends, or distribution of assets or otherwise, over any other shares or to subject the same to any restrictions, limitations or conditions and to vary the regulations of the Company, as far as necessary to give effect to the same and upon the sub-division of the share, to apportion the right to participate in profits in any manner.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto.”

2. Issue of Bonus Shares

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI), from time to time, pursuant to the enabling provisions of the Articles of Association of the Company, and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as “the Board”, which expression shall be deemed to include a Committee of Directors or officers of the Company, duly authorized in this behalf), and subject to such approvals as may be required in this regard, approval of the Members be and is hereby accorded to the Board for capitalization of such sums standing to the credit of free reserves and/or the securities premium account, and/or the capital redemption reserve account of the Company, as may be considered necessary by the Board, for the purpose of the issue of bonus equity shares of Rs. 10 each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company in consideration of their said holding and whose names appear in the Register of Members maintained by the Company/ List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board, in the proportion of 3 (three) equity shares for every 2 (two) existing equity shares held by the Members.”

“**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on such date as may be fixed in this regard by the Board.”

“**RESOLVED FURTHER THAT** no allotment letters shall be issued to the allottees of the bonus equity shares and the bonus shares will be credited to the demat account of the allottees, who are holding

the existing equity shares in demat form within the period prescribed or that may be prescribed in this behalf, from time to time.”

“**RESOLVED FURTHER THAT** the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), and other foreign shareholders, if any, of the Company, will be subject to the approval of RBI, if applicable and as may be necessary in this regard.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary, expedient or incidental in this regard, including but without limitation to file any documents with the Securities and Exchange Board of India, Stock Exchange where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/or concerned authorities, applying and seeking necessary listing approvals from the Stock Exchange(s), and to settle any question, difficulty or doubt that may arise in regard thereto at any state without requiring to secure any further consent or approval of the members of the Company.”

“**RESOLVED FURTHER THAT** all actions taken by the Board or Committee(s) or officers authorized pursuant to the above resolution, duly constituted for this purpose in connection with matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and determine all other terms and conditions of the issue of bonus equity shares as the Board may in its absolute discretion deem fit.”

3. Migration of Listing/Trading of the Equity Shares of the Company from National Stock Exchange of India Limited (NSE) SME Platform (i.e. Emerge) to Main Board of National Stock Exchange of India Limited (NSE)

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

"**RESOLVED THAT** pursuant to Regulation 277 and other relevant provisions, laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 (SEBI (ICDR) Regulations), as amended from time to time, and applicable Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and applicable provisions of the Companies Act, 2013, and the rules framed thereunder, including any amendment, modification, variation or re-enactment thereof, the consent of the Members of the Company be and is hereby accorded for migration of the Company’s equity shares from SME platform of NSE - Emerge to Main Board of National Stock Exchange of India Limited, as and when the Company is eligible for the same, and to follow such procedures as specified by SEBI (ICDR) Regulations and other applicable regulations, notified by SEBI/ regulatory authorities as amended from time to time for migration to the Main Board.”

“RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorized, severally, to deal with any government or semi-government authorities or any other concerned intermediaries, depositories, including but not limited to National Stock Exchange of India Limited, Securities and Exchange Board of India, Registrar of Companies and to sign, execute, submit, modify, all such applications, documents, papers, declarations, instruments and writings on behalf of the Company, as may be required in relation to the said migration with the concerned authorities and to fulfil all such legal formalities to fulfil all such legal formalities in connection with, and to form any committee if it thinks and deems fit, delegate all or any of the power herein conferred to any of such committee of Directors or to any Director/ officer of the Company, and to appoint any such attorney/ person to represent before the concerned authority(ies) and to delegate such power to such person/ representative, to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions.”

**By the Order of the Board
for Banka BioLoo Limited**

Date: 27.07.2020

Place: Hyderabad

**Sri Bala Aditya Yanamandra
Company Secretary and Compliance Officer
Membership No. A31759
Email ID: investor.relations@bankabio.com
Tel: (040) 29801495**

Notes

1. The explanatory statements pursuant to Section 110 and Section 102 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts, is annexed hereto and forms part of this Notice.
2. This Notice, along with the Postal Ballot Form, is being sent to those Members, whose names appear in the Register of Members maintained by the Company’s Registrars and Share Transfer Agents, Bigshare Services Private Limited/ Statements of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 24 July 2020.
3. Members, whose names appear on the Register of Members/ List of Beneficial Owners as on 24 July 2020, will be considered for the purpose of voting.
4. The Postal Ballot Notice is being sent by email to those members who have registered their email IDs with their depository participants (DPs) or with Company’s Registrar and Share Transfer Agent. For the members whose email IDs are not registered, physical

copies of Postal Ballot Notice are being sent by permitted mode, along with self-addressed postage pre-paid envelopes.

5. Members who have received Postal Ballot Notice by email and who wish to vote through ballot form can obtain the ballot form from the Company by sending an email to investor.relations@bankabio.com
6. A copy of the notice, along with Postal Ballot Form, has been placed on website of the Company www.bankabio.com and will remain on the website till the last date for receipt of the postal ballots from the members.
7. Mr. M. Ramana Reddy, Practicing Company Secretary (CP No. 18415) from P. S. Rao & Associates, has been appointed as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.
8. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, votes cast through e-voting shall be treated as valid and votes cast through physical Postal Ballot Form will be treated as invalid.
9. In case a Member is desirous of obtaining a printed Postal Ballot Form or a duplicate, s/he may send an email to investor.relations@bankabio.com. The Registrar and Transfer Agent/ Company shall forward the same along with postage pre-paid self-addressed Business Reply Envelope to the Member.
10. Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the same, duly completed and signed in the enclosed self-addressed postage pre-paid envelope to the scrutinizer at 403, Nirmal Towers, Near Saibaba Temple, Dwarakapuri Colony, Punjagutta, Hyderabad – 500082, Telangana, Email ID: ramanareddyllm@gmail.com
11. The Postal Ballot Form(s), if sent by courier or by registered post / speed post at the expense of the Member(s), will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given on the self-addressed postage pre-paid envelope.
12. Members cannot exercise their vote by proxy on Postal Ballot. However, corporate and institutional members shall be entitled to vote through their authorized representatives. The Corporate and institutional members are requested to provide a proof of authorization (Board Resolution/ Authority Letter/ Power of Attorney, etc.) in favour of their authorized representatives to the Scrutinizer through email to investor.relations@bankabio.com. Alternatively, the aforesaid documents can directly be uploaded on the e-voting portal of CDSL.
13. In accordance with sub rule (3) of Rule 22 of the Rules, after the postal ballot is dispatched, an advertisement will be published at least once in a vernacular newspaper in the principal vernacular language of the district in which the registered office of the Company is situated,

having a wide circulation in the said district and at least once in English language in an English newspaper having a wide circulation in the said district.

14. Only a Member holding Shares on the cut-off date i.e. 24 July 2020 is entitled to exercise one's vote through e-voting/ physical ballot and send it directly to the Scrutinizer at his/Company address. A person who is not a Member on the relevant date should treat this Notice for information purpose only. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of Members as on 24 July 2020.
15. The Scrutinizer will submit his report to the Chairman of the Company after completion of scrutiny of the postal ballots (including e-voting). The results will be declared on or before 1 September 2020, and communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agents. The results will also be displayed on the Company's website www.bankabio.com.
16. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on 30 August 2020 i.e. the last date specified for receipt of duly completed Postal Ballot Forms or e-voting.
17. All the material documents referred to in the explanatory statement will be available for inspection at the Registered/Corporate Office of the Company during office hours on all working days.
18. Any query/grievances relating to the postal ballot process may be addressed to Mr. Sri Bala Aditya Yanamandra, Company Secretary and Compliance Officer

Contact details of Company Secretary and Compliance Officer:

Email: investor relations.bankabio.com

Tel No.: (040) 29801495

The instructions for shareholders voting electronically are as under

- (i) The voting period begins on **1 August 2020 at 9.00 AM and ends on 30 August 2020 at 05.00 PM**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 24 July 2020 may cast their vote(s) electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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.
- (v) Next, enter the Image Verification as displayed and click on Login.
- (vi) If you are holding shares in demat form and had logged on www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first-time user, follow the steps given below:

for Members holding shares in demat form and physical form	
PAN	<p>Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders).</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits, enter the applicable number of 0s before the number, after the first two characters of the name in CAPITAL letters. e.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DoB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records to login.</p> <ul style="list-style-type: none"> • If both 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).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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 the 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for **Banka BioLoo Limited** on which you choose to vote.

- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can, also, take a print of the votes cast by clicking on “Click here to print” option on the voting page.
- (xvii) If a demat account holder forgot the login password, then enter the User ID and the image verification code, and click on Forgot Password and enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile phone app m-Voting available for Android-based phones. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the app while voting on your mobile.
- (xix) **Note for Non-Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to 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.
 - 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.
 - The list of accounts linked in the login should be mailed to 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 favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- (xx) Once the vote on a resolution is cast by a Member, such Member will not be allowed to change it subsequently or cast vote again.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer to 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.

Explanatory Statement Pursuant to Section 102 and 110 of The Companies Act, 2013

Resolution No.1

Increase of Authorised Capital and consequent amendment to Memorandum of Association of the Company and

Resolution No. 2

Issue of Bonus shares

Subject to the consent of the Members of the Company, the Board of Directors, in its Board Meeting held on 27 July 2020, approved the issuance and allotment of bonus shares worth Rs. 6,16,86,720 (Rupees Six Crores Sixteen Lakhs Eighty-Six Thousand Seven Hundred and Twenty), in the ratio of 3:2 i.e. 3 (three) equity shares of face value of Rs. 10 (Rupees Ten) each, for every 2 (two) equity shares of face value of Rs. 10 (Rupees Ten) each, held by the Members of the Company. The current Authorized Share Capital of the Company is Rs. 5,00,00,000 (Rupees Five Crores Only), and paid-up capital is Rs. 4,11,24,480 (Rupees Four Crores Eleven Lakhs Twenty-Four Thousand Four Hundred and Eighty only).

The increase in the Authorized Share Capital, as aforesaid, would require consequential alteration to the existing Clause V of the Memorandum of Association of the Company, and issue of bonus equity shares by way of capitalisation of the sums standing to the credit of securities premium account of the Company, for the purpose of issue of bonus shares requires Members' approval in terms of Sections 13, 61 and 63 of the Companies Act, 2013, and other applicable statutory and regulatory approvals.

The Board recommends the resolutions 1 and 2 for approval of the Members.

Accordingly, resolutions 1 and 2 of this Notice seek Members' approval for increase in authorized share capital, and consequential amendments to Memorandum of Association of the Company and capitalization of the amount standing to the credit of free reserves and/or the securities premium account and/or the capital redemption reserve account for the purpose of issue of bonus equity shares.

No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in the resolutions 1 and 2 of this Notice, except to the extent of their shareholding in the Company.

Resolution No. 3

Migration of Company's Equity Shares from SME platform of NSE - Emerge to Main Board - National Stock Exchange of India Limited

The equity shares of the Company are listed and actively traded on the Emerge platform of National Stock Exchange of India Limited. The Company intends to migrate to the Main Board of National Stock Exchange of India Limited, as per the guidelines laid down under Chapter IX of SEBI (ICDR) Regulations, 2018.

Listing on the Main Board of National Stock Exchange of India Limited will take the Company into a different league, with enhanced recognition and increased participation by retail investors.

The Migration of the Company from Emerge Platform to Main Board of National Stock Exchange of India Limited, is also subject to approval of Members by way of passing Special Resolution in terms of Chapter IX of ICDR Regulations. Provided Special Resolution shall be acted upon if the votes cast by public shareholders in favour of the Proposal amount to at least 2 times the number of votes cast by the public shareholders against the proposal.

Pursuant to proviso to Regulation 277 of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the proposed resolution shall be acted upon if the votes cast by public shareholders in favour of the proposal, amount to at least 2 times the number of votes cast by the public Shareholders against the proposal. The Company would approach NSE with necessary application for Migration upon receipt of approval of the Public Shareholders. It is in the interest of all the shareholders, including public shareholders, to approve the proposal for Migration of the present listed Equity Shares of the Company to the Main Board of NSE, hence the Board recommends resolution No. 3 for approval of the Members.

No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in resolution No. 3 of this Notice, except to the extent of their shareholding in the Company.

Postal Ballot Form

(to be returned to the Scrutinizer appointed by the Company)

1)	Name and Registered address of the Sole/First Member (IN BLOCK LETTERS)				
2)	Name(s) of the Joint Member(s), if any (IN BLOCK LETTERS)				
3)	Registered Folio No. /*DP ID No. /Client ID No. (*Applicable to investors holding shares in dematerialized form)				
4)	Number of Equity Shares held as on _____	_____ Equity Shares of Rs. 10 each			
I/We hereby exercise my/our vote in respect of Resolutions to be passed in respect of the Special Businesses stated in the postal ballot notice of the Company dated 27 July 2020, by sending my/our assent (for) or dissent (against) to the said resolution by placing tick (√) mark at the appropriate box below:					
Item No.	Description	Nature of Resolution	No. of Equity shares	I/We assent the resolution	I/ dissent from the resolution
1	To Increase the Authorised Share Capital, and consequent alteration to the Capital Clause of the Memorandum of Association	Ordinary			
2	To approve Issue of Bonus Shares	Ordinary			
3	Migration of Company's Equity Shares from SME Platform of NSE - Emerge to Main Board - National Stock Exchange of India Limited	Special			
Place: Date:					
Signature of the Member/Authorised Representative					

Note

1. Kindly read the instructions printed overleaf before filing the form.
2. Please return the duly filled and signed Postal Ballot Form in the envelope enclosed herewith. Duly completed postal ballot form should reach the aforesaid address not later than 5:00 p.m. on 30 August 2020. Postal ballot forms received after 30 August 2020 shall be treated as not received.
3. Last date for receipt of this Postal Ballot Form by the Scrutinizer is 30 August 2020.
4. Alternately, members can cast their vote on the above resolution electronically (e-vote) by using e-voting facility provided by the Company.
5. If the voting rights are exercised by e-voting, this form need not be used.

Electronic Voting Particulars

The voting facility is available at the link www.evotingindia.com. The electronic voting particulars are as follows:

Commencement of E-voting	End of E-voting
1 August 2020 (9.00 a.m.)	30 August 2020 (5.00 p.m.)

Instructions

1. 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 first named member and in his / her absence, by the next named member.
2. Consent must be accorded by placing a tick mark [v] in the column, 'I assent to the resolution', or dissent must be accorded by placing a tick mark [v] in the column, 'I dissent to the resolution'.
3. In the case of shares held by companies, trusts, societies etc., a certified true copy of Board Resolution/Authority should accompany the duly completed Postal Ballot Form.
4. Votes will be considered invalid on the following grounds:
 - a) A form other than one issued by the company has been used;
 - b) It has not been signed by or on behalf of the Member;
 - c) Signature on the Postal Ballot Form doesn't match the specimen signatures with the company;
 - d) It is not possible to determine, without any doubt, the assent or dissent of the Member;
 - e) Neither assent nor dissent is mentioned;
 - f) Any competent authority has given directions in writing to the company to freeze the voting rights of the Member;
 - g) If the member has made any amendment to the resolution or imposed any condition while exercising his vote;
 - h) The envelope containing the postal ballot form is received after the last date prescribed;
 - i) The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - j) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - k) Member has made any amendment to the Resolution or imposed any condition while exercising the vote.
5. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer, and any extraneous paper found in such envelope will be destroyed by the Scrutinizer.
6. The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
7. This form should be completed and signed by the shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company or furnished by NSDL/CDSL to the Company) by the first mentioned shareholder and in his/her absence, by the next named shareholder.
8. Members are requested to fill the Postal Ballot Form in indelible ink (and avoid filing by using erasable writing medium/s such as pencil).
9. The Scrutinizer's decision on the validity of the postal ballot shall be final.
