

# **SUPERSPACE INFRASTRUCTURE LIMITED**

**CIN:** L70200GJ1985PLC013256

**Regd. Office:** 402, Corner Point, Kalapesi Mohalla Near Allahabad Bank,  
Nanpura, Surat Gujrat 39500

**Corp Office:** 4, Netaji Subhash Road, 1st Floor, Room No. 132  
Kolkata 700001, West Bengal

**Email:** info@scil.net.in; Website: www. www.scil.net.in

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## **NOTICE OF 35<sup>TH</sup> ANNUAL GENERAL MEETING**

NOTICE is hereby given that the Thirty Fifth (35<sup>th</sup>) Annual General Meeting of the Members of Superspace Infrastructure Limited will be held on Wednesday, December 30, 2020 at 12:30 PM for the transaction of the following businesses, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India :-

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2020 including the Audited Balance Sheet as at March 31, 2020, and the statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors' and the Auditors' thereon.
2. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rule 2014, including any statutory modification(s) or reenactment thereof, for time being in force), subject to approval of member M/s Ramanand & Associates, Chartered Accountants, (Firm Registration No. 117776W), who retire at the conclusion of this Annual General Meeting, be and are hereby re-appointed as Statutory Auditors of the Company for a period of four (4) years to hold office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held in financial year 2024, on such remuneration as may be determined by the Board of Directors."

**SPECIAL BUSINESS:**

3. Appointment of Mr. Nitin Boricha Kishor (DIN: 05245737) as an Independent Director of the Company.

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force), Mr. Nitin Boricha Kishor (DIN: 05245737) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors effective from September 14, 2020 in terms of Section 161 of the Companies Act, 2013, and whose appointment as an Independent Director is recommended by the Nomination and remuneration Committee and the Board of Directors of the Company, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as an Independent Director of the Company with effect from September 14, 2020 to September 13, 2025 and the term shall not be subject to retirement by rotation.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps, as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings, that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs, and other concerned Authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.

By order of Board of Directors  
For Superspace Infrastructure Limited

Sd/-

Sumita Maheshwari  
Company Secretary

Place: Surat

Date: 30/11/2020

## NOTES

- 1. In view of the massive outbreak of the covid-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the members to the AGM venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or Other Audio Visual means (OAVM). Hence, members can attend and participate in the ensuing 35<sup>th</sup> AGM of the company through VC/OAVM.**
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 (As Amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (As Amended), and the circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020. The company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the body corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the notice.
5. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the notice calling the AGM has been uploaded on the website of the company at [www.scil.net.in](http://www.scil.net.in) the notice can also be accessed from the websites of BSE limited at [www.bseindia.com](http://www.bseindia.com). The AGM notice is also disseminated on the website of CDSL (agency for providing the remote e-voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. Explanatory statement pursuant to section 102 of the Companies Act, 2013 setting out material facts of the proposed ordinary/ special resolutions for the items is annexed hereto.

Additional information, pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to appointment of the Statutory Auditors of the Company, as proposed under Item No. 2 of this Notice under Ordinary Business, is also provided in the Explanatory Statement.

9. Members desirous of getting any information about the annual accounts and/or operations of the company are requested to write to the company at least seven days before the date of the meeting to enable the company to keep the information ready at the meeting.
10. The Notice of the AGM along with the Annual Report 2019-20 is being sent by electronic mode to those members whose e-mail addresses are registered with the company/depositories.
11. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including annual report, notices, circulars, etc. From the company electronically.
12. Pursuant to Section 91 of the Companies Act, 2013, the register of members and the share transfer books of the company will remain closed from Thursday, 24<sup>th</sup> December, 2020 to Wednesday, 30<sup>th</sup> December, 2020 (both days inclusive) for the purpose of Annual General Meeting and will be available for inspection at the venue of Annual General Meeting till the conclusion of the meeting.
13. The ISIN of the Equity Shares of Rs. 1/- EACH IS INE401F01037.
14. Members holding shares in physical form are requested to advise any change of name, address, e-mail address etc. Immediately to the company/ registrar and transfer agents, Maheshwari Datamatics Pvt Ltd., 23, R.N. Mukherjee Road, 5<sup>th</sup> Floor, Kolkata- 700001, West Bengal.
15. Corporate members intending to send their authorized representatives to attend the

meeting are requested to send to Maheshwari Datamatics Pvt Ltd. A certified true copy of the board resolution authorising their representative to attend and vote on their behalf at the meeting 48 hours before the date of AGM.

16. Notice of the 35<sup>th</sup> Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent to all the members whose e-mail ids are registered with the Company/Depository Participants(s) for communication purposes through electronic mode.
17. All the documents referred to in the accompanying Notice and Explanatory Statement are open for inspection at the Company's Registered Office at 402, Corner Point, Kalapesi Mohalla Near Allahabad Bank, Nanpura Surat -395001 Gujarat on all working days of the company, between 10.00 a.m. and 1.00 p.m. upto the date of the Annual General Meeting.
18. Route map giving directions to the venue is not annexed to this notice as meeting will be held through VC/OAVM due to COVID 19 crisis.

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

The following Explanatory Statements sets out the material facts relating to the special business set out in the accompanying notice of the 35<sup>th</sup> Annual General Meeting of the Members of the Company.

### **Item No. 2**

The Board of Directors of the Company, on the recommendation of the Audit Committee, has proposed M/s Ramanand & Associates (Firm Registration No. 117776W) Chartered Accountants, 6/C Ground Floor, Ostwal Park, Bldg 4, Bhayander(E), Dist: Thane, Mumbai- 401105, Maharashtra as the Statutory Auditors of the Company for 4 (four) consecutive Financial Years commencing from 2020 - 2021 to 2023 - 2024. In accordance with the provisions of Section 139(1) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s Ramanand & Associates were appointed as the Statutory Auditors of the Company at the 34<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> day of September, 2019 for a term of 1 year i.e. to hold office upto the Annual General Meeting for the Financial Year 2019 - 2020. In accordance with Section 139(2) of the Companies Act, 2013 and Rule 6 of the Companies (Audit and Auditors) Rules, 2014, M/s Ramanand & Associates is eligible for re-appointment for a term of 4 (four) Financial Years. The Company has also received consent and eligibility letter to act as the Statutory Auditors of the Company, in accordance with the provisions of Section 139 and Section 141 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014.

Terms and Conditions of re-appointment are as under:

Term of Appointment	4 (Four) consecutive Financial Years commencing from 2020 - 2021 to 2023 - 2024 and to hold office from the conclusion of 35 <sup>th</sup> Annual General Meeting to the conclusion of 39 <sup>th</sup> Annual General Meeting for the Financial Year ending 31 <sup>st</sup> March, 2024.
Proposed Audit Fees	Fixed remuneration of Rs. 97,200/- (Rupees Ninety Seven Thousand and Two Hundred Only) for the Financial Year 2020 - 2021 to Financial Year 2023-2024, payable in one or more installments, exclusive of applicable taxes thereon and reimbursement of out-of-pocket expenses incurred and such other variable remuneration not exceeding 20% of the fixed remuneration for respective Financial Years, according to nature and volume of work and as may be mutually decided between the Auditors and the Board of Directors of the Company.

The proposed fees is based on knowledge, expertise, industry experience, time and efforts required to be put in by M/s Ramanand & Associates during association with the Company. The proposed fees are also in line with the industry benchmarks. The fees for services in the nature of limited review, statutory certifications and other professional work will be in addition to the audit fee as above and will be decided by the management in consultation with the Auditors.

A brief profile of M/s Ramanand & Associates is annexed hereto for reference and evaluation.

Sl. No.	Particulars	Response
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01.	Name and address of the Firm	M/s Ramanand & Associates, Chartered Accountants 6/C Ground Floor, Ostwal Park, Bldg 4 Bhayander (E), DIST: Thane Mumbai 401105, Maharashtra Ph: +9102228171199 Email: rg@caramanandassociates.com
02.	PAN of Firm	AAIFR2835C
03.	Firm Registration Number	117776W
04.	Terms & Conditions of Appointment	As explained above
05.	Nationality	Indian
06.	Date of Establishment	07/07/1998
07.	Details of Partners and Educational/professional qualifications	<p>1) Ramanand Gupta, (B.com, FCA)</p> <p>2) Santosh Jadhav, (B.Com, FCA)</p> <p>3. Anil Kumar Soni, (B.Com, FCA)</p> <p>4. Dharmendra S. Vaishya, (B.Com, FCA, CS,)</p> <p>5. Priyanka Jain, (M.Com, FCA)</p> <p>6. Deepak Dave, (B.A., ACA, PhD. in English)</p> <p>7. Karan Verma (B.Com, ACA)</p> <p>8. Sagar Rathi, (B.Com, ACA)</p> <p>9. Nikita Jhagrawat (B.Com,CS,</p>



		ACA)
08.	Experience	Around 22 years of experience in accounts, audit, taxation and allied matters
09.	Details of Remuneration	Rs.97200/-
10.	Date of first appointment as Statutory Auditors	Appointed as Statutory Auditors the Financial Year 2014 – 2015 in Annual General Meeting held on 22 <sup>nd</sup> day of November, 2015
11.	Relation with other Directors, Managers or Key Managerial Personnel	Not Applicable
12.	Shareholding in the Company a) As on 31.03.2020 b) As on 31.08.2020	Nil Nil

<p>13.</p>	<p><b>Brief Resume</b></p> <p>M/s. Ramanand &amp; Associates is an old and well established Chartered Accountancy firm, the firm is head-quartered in 6/C Ground Floor, Ostwal Park, Bldg 4, Bhayander(E), Dist: Thane- 401105, Maharashtra and its operations are adequately supported by 10 partners and 40 staffs. All the partners are equipped with adequate professional qualification, skill and knowledge and are in full time practice. With a track record of over three decades, the firm is providing services in the field of Accounting, Audit (Statutory/Internal), Taxation, Management Consultancy and other allied areas. The firm has been Statutory Auditors of large reputed Companies including Non – Banking Finance Companies, Listed Companies, Banks, Government Companies etc. and carries a good professional track-record. Multi- disciplinary experience, timely service, online interaction/solutions, ethical values, professional excellence, integrity confidentiality etc.</p>
<p>14.</p>	<p><b>Performance Evaluation</b></p> <p>M/s. Ramanand &amp; Associates has exercised duties with due and reasonable care, skill and diligence, along with cent percent independent judgment and in the best in the interest of the Members of the Company. M/s. Ramanand &amp; Associates has complied with all the guidelines with respect to the professional conduct, role, functions and duties, as mentioned under the provisions of the Companies Act, 2013.</p>

	The performance evaluation criteria for accessing the re-appointment of Statutory Auditors inter-alia, includes factors like participation at General Meetings, Audit Committees, Managing Relationship with Board Members, Knowledge and skill, Personal attributes like ethics and integrity, independent judgment with regard to auditing and reporting, corporate governance improvement suggestions, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Independent Auditors etc.
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The Board is of the view that the continued association of M/s. Ramanand & Associates and rich experience in the audit field would definitely benefit the Company. Further, M/s. Ramanand & Associates also possess appropriate skills, expertise and competencies in the context of the Company's present and proposed businesses. In the opinion of the Board, M/s. Ramanand & Associates fulfills the conditions specified in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 for the proposed re-appointment as the Statutory Auditors of the Company and is independent of the management. Hence, your Board recommends the re-appointment of M/s. Ramanand & Associates as the Statutory Auditors of the Company for a term of 4 (four) consecutive Financial Years commencing from 2020 - 2021 to 2023 - 2024 and to hold office from the conclusion of 35<sup>th</sup> Annual General Meeting to the conclusion of 39<sup>th</sup> Annual General Meeting for the Financial Year ending 31st March, 2024, at a fixed remuneration of Rs.97200/- (Rupees Ninety Seven Thousand Two Hundred Only) for the Financial Year 2020 - 2021 to Financial Year 2023-2024 payable in one or more installments, exclusive of applicable taxes thereon and reimbursement of out-of-pocket expenses

incurred and such other variable remuneration not exceeding 20% of the fixed remuneration for respective Financial Years, according to nature and volume of work and as may be mutually decided.

Pursuant to the provisions of Section 139 (1) of the Companies Act 2013, an individual or a firm shall be appointed as the Statutory Auditors of the Company in a General Meeting by way of Ordinary Resolution. Hence, the proposed resolution is recommended for the consideration and approval of the Members of the Company.

Copy of draft Letter of Appointment constituting terms and conditions of appointment and other allied documents, being referred in the resolution would be available for inspection by the Members free of cost, in physical or electronic form during business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing Annual General Meeting.

None of the Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

### **Item No. 3**

The Board of Directors of the Company at its meeting held on September 14, 2020, appointed Mr. Nitin Boricha Kishor as an Additional Director of the Company in the capacity of Independent Director with effect from September 14, 2020, subject to the approval of the Members of the Company.

In terms of section 160 of the Companies Act, 2013, Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. Nitin Boricha Kishor as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013. The Company has also received a notice in writing from a member proposing the candidature of Mr. Nitin Boricha Kishor to be appointed as Independent Director of the Company.

The Company has received a declaration from Mr. Nitin Boricha Kishor confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received Mr. Nitin Boricha Kishor consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Nitin Boricha Kishor fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and he is independent of the management. Considering Mr. Nitin Boricha Kishor deep repository of knowledge and experience of in the financial services sector, sharp business acumen, understanding of technology and as a strong votary of the highest standards of corporate governance, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director with effect from September 14, 2020.

Copy of letter of appointment of Mr. Nitin Boricha Kishor setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode.

Additional information in respect of Mr. Nitin Boricha Kishor, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice. Brief profile of Mr. Nitin Boricha Kishor is given at Annexure B to this Notice.

Except Mr. Nitin Boricha Kishor, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 3.

The Board of Directors recommends the resolution in relation to appointment of Mr. Nitin Boricha Kishor as an Independent Director of the Company, as set out in Item No. 3 for approval of the members by way of an Ordinary Resolution.

By order of Board of Directors  
For Superspace Infrastructure Limited

Place: Surat  
Date: 30/11/2020

Sd/-  
Sumita Maheshwari  
Company Secretary

A detail of Director's seeking appointment / reappointment in forthcoming Annual General Meeting in pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Annexure A

I.

Name of Director	Mr. Nitin Boricha Kishor
DIN	05245737
Date of Birth	28/09/1987
Date of Appointment on the Board	14/09/2020
Expertise in specific functional area	Accounting & Finance
Qualification	Bachelor in Commerce
Relationship with other Directors	NIL
No. of Directorship in other Companies	2 (Two)
No. of Membership of Committees in other Companies	NIL
Shareholding of Director in the Company	NIL

By order of Board of Directors  
For Superspace Infrastructure Limited

Place: Surat  
Date: 30/11/2020

Sd/-  
Sumita Maheshwari  
Company Secretary

## **Annexure B**

### **Brief profile of Directors seeking appointment/re-appointment at 35<sup>th</sup> Annual General Meeting to be held on 30<sup>th</sup> December, 2020.**

#### **I. NITIN BORICHA KISHOR**

Mr. Nitin Boricha Kishor, graduated with a Bachelor of Commerce degree. He is a versatile, high-energy professional, successful in achieving business growth objectives, targeting assignments as Finance/Accounts & General Management. He is visionary, strategic & tactician with consistent record of delivering results in growth, revenue, operational performance and profitability.

He has a rich experience in the field of Accounting and Taxation. He has a great track record in formulating financial, budgeting plans and strategies, developing business and financial model for the organization with an aim to accomplish organizational goals.



**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the virtual platform developed by Skyline Financial Services Private Limited. Link along with details will be provided to eligible shareholders. Shareholders may access the voting during the AGM by clicking the link provided in virtual platform i.e <https://www.evotingindia.com>. Shareholders/members may login by using the remote e -voting credentials. The link for VC/OAVM will be available to eligible shareholder/members at their registered e mail ids. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM.
2. Shareholders are encouraged to join the meeting through Laptops / IPADS for better experience.
3. Further shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective Network. It is therefore recommended to use stable WI-FI or LAN connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the AGM may register themselves as an attendee by sending their request in advance at least 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at [info@scil.net.in](mailto:info@scil.net.in).
6. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 2 days prior to meeting mentioning their name, demat account number/folio number, email id, PAN, mobile number at [info@scil.net.in](mailto:info@scil.net.in) queries will be replied to by the Company suitably by email.
7. Those shareholders who have registered themselves as an attendee will be allowed to express their views/ask questions during the meeting. The member who have not registered themselves as an attendee but have queries during the AGM can use the chat box/ send query button and ask the question.
8. In case you have any queries or issues regarding attending annual general

meeting through VC/OAVM write an email to  
[subhashdingreja@skylinerta.com](mailto:subhashdingreja@skylinerta.com).

## **PROCEDURE & INSTRUCTION FOR E-VOTING**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, Superspace Infrastructure Limited (“the company”) is offering e-Voting facility to its members in respect of the business to be transacted at the Annual General Meeting scheduled to be held on Wednesday, 30<sup>th</sup> December, 2020 at 12:30 P.M.

The Company has engaged the services of Central Depository Services (India) Ltd as the Authorized Agency to provide e-Voting facilities. The e-Voting particulars are set out below:

The Remote e-Voting facility will be available during the following voting period:

- Commencement of e-Voting: **Saturday, 26<sup>th</sup> December, 2020 at 9:00 A.M.**
- End of e-Voting: **Tuesday, 29<sup>rd</sup> December, 2020 till 5:00 P.M.**
- The cut-off date for the purpose of e-Voting is **23<sup>rd</sup> December, 2020**

Please read the instructions mentioned below before exercising the vote. This Communication forms an integral part of the Notice for the Annual General Meeting scheduled to be held on 30<sup>th</sup> December, 2020.

### **INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS**

The instructions for shareholders Remote e-voting electronically are as under:

- (i) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (ii) Click on “Shareholders” tab.
- (iii) 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.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) 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.
- (vi) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
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	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <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.</li> </ul>

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN of Globe Commercials Limited- AGM on which you choose to vote.
- (xi) 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.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) 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.
- (xvii) Note for Non – Individual Shareholders and Custodians
- 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 Corporate.

- 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 they have to create a compliance user 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 favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xviii) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will be no voting by show of hands on any of the agenda items at the meeting and ballot process at the meeting will be conducted in lieu thereof.

### **General Instruction:**

- I. The voting period begins on 26.12.2020 at 9:00 A.M. and ends on 29.12.2020 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.12.2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- II. 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.co.in](http://www.evotingindia.co.in) under help section.  
 Name: Ms. Latha Nair  
 Designation: Manager  
 Address: 17th floor, P J Towers, Dalal Street, Mumbai - 400001  
 Contact no.: 1800-200-5533  
 Email: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- III. Once the vote on a resolution is cast by the shareholder by electronic means, the shareholder shall not be allowed to change it subsequently or cast his vote by any other means.
- IV. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off/entitlement date of 23<sup>rd</sup> December, 2020.
- V. E-voting platform will be blocked after the closure of e-Voting period and no further e-Voting/change of vote cast would be allowed thereafter.

- VI. Members who have availed e-Voting facility may attend the meeting however they cannot exercise their right to vote or change the vote.

**Note: If a person becomes member of the Company after the cut-off date, then the member may contact the Registrar and Share Transfer Agent of the Company for issuance of the Notice and Login id and other e-Voting related details.**

1. Details of Scrutinizer:

- a) M/s Kavita Raju Joshi, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-Voting process and ballot process in a fair and transparent manner.
- b) The Scrutinizer shall with a period not exceeding three days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes in cast of favour or against, if any, forthwith to the Chairman of the Company.
- c) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut-off date i.e. 23.12.2020.
- d) The results declared along with the Scrutinizer's Report shall be placed on the Company's Notice Board at its registered office and on the website of CDSL within three days of the passing of the resolutions at the Annual General Meeting of the Company.

The copies of the aforesaid documents will be available for inspection at the Registered Office of the Company also.