

# PH TRADING LIMITED

CIN - L51109WB1982PLC035011

P Plot No.-62, Tower -II, 12<sup>th</sup> Floor, Salt Lake, Millennium City Information Technology Park, Sector -V, Block DN, Bidhannagar, Salt Lake, Kolkata -700064, West Bengal, India

Email Id: Csphtesting6@gmail.com Phone no. 8928039945

Date: 02.05.2024

To,  
BSE Limited  
P.J. Towers, Dalal Street  
Mumbai- 400001

Dear Sir/Madam,

**Sub: Submission of Voting Results of Postal Ballot pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer pursuant to Section 108 and 110 of the Companies Act, 2013 and Rules made thereunder – Reg.**

**Unit: PH Trading Limited (BSE Scrip Code: 512026; ISIN: INE603D01017)**

With reference to the above stated subject, we bring to your kind notice that the Shareholders of the Company have passed the following Resolutions through Postal ballot process on 1<sup>st</sup> May, 2024:

Item No.	Resolution	Description
1.	Special Resolution	Appointment of Mr. Naveen Kumar Vanama (DIN: 09243947) as a Managing Director of the Company.
2.	Special Resolution	Appointment of Mr. Sudhakar Vanama (DIN: 09702707) as an Executive Director of the Company.
3.	Ordinary Resolution	Appointment of Mr. Rama Mohan Rao Bandlamudi (DIN: 00285798) as a Non-Executive & Non-Independent Director of the Company.
4.	Ordinary Resolution	Appointment of Mr. Chandrakanth Chereddi (DIN: 06838798) as a Non-Executive & Non-Independent Director of the Company.
5.	Special Resolution	Appointment of Mr. Murali Krishna Lanka (DIN: 07194036) as an Independent Director of the Company.
6.	Special Resolution	Appointment of Mrs. Srisailapu Surya Varnika (DIN: 10518336) as an Independent Director of the Company.
7.	Special Resolution	Shifting of Registered Office of the Company from the State of Kolkata, West Bengal to the State of Mumbai, Maharashtra and subsequent amendment in the Memorandum of Association of the Company.

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8.	Special Resolution	Increasing the Borrowing Limits of the Company up to Rs. 100 Crores
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The remote e-voting process concluded yesterday i.e., 1<sup>st</sup> May, 2024, at 5:00 p.m. (IST), post which the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Resolutions with the requisite majority.

In this regard, please find enclosed the following:

1. Voting Results of Postal Ballot through remote e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-A**; and
2. Report of the Scrutinizer dated May 2nd, 2024, pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 & 22 of the Companies (Management and Administration), Rules, 2014 as **Annexure-B**.

The above are also being uploaded on Website of the Company viz. [www.phtradinglimited.com](http://www.phtradinglimited.com).

This is for your information and records.

Thanking you.

**Yours Faithfully,**

**For PH Trading Limited**

**B. Kiran Kumar**  
Company Secretary

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**ANNEXURE-A**

## Resolution (1)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mr. Naveen Kumar Vanama (DIN: 09243947) as a Managing Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		356660	356660	100.0000	356660	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		123340	39200	31.7821	39200	0	100.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

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## Resolution (2)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Appointment of Mr. Sudhakar Vanama (DIN: 09702707) as an Executive Director of the Company

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	356660	356660	100.0000	356660	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	123340	39200	31.7821	39200	0	100.0000	0.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

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## Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Appointment of Mr. Rama Mohan Rao Bandlamudi (DIN: 00285798) as a Non-Executive & Non-Independent Director of the Company						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		356660	356660	100.0000	356660	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		123340	39200	31.7821	39200	0	100.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

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## Resolution (4)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Mr. Chandrakanth Chereddi (DIN: 06838798) as a Non-Executive & Non-Independent Director of the Company

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		356660	356660	100.0000	356660	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		123340	39200	31.7821	39200	0	100.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

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## Resolution (5)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Murali Krishna Lanka (DIN: 07194036) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	356660	356660	100.0000	356660	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	123340	39200	31.7821	39200	0	100.0000	0.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

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## Resolution (6)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Mrs. Srisailapu Surya Varnika (DIN: 10518336) as an Independent Director of the Company

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	356660	356660	100.0000	356660	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	123340	39200	31.7821	39200	0	100.0000	0.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

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## Resolution (7)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Shifting of Registered Office of the Company from the State of Kolkata, West Bengal to the State of Mumbai, Maharashtra and subsequent amendment in the Memorandum of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	356660	356660	100.0000	356660	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	123340	39200	31.7821	39200	0	100.0000	0.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

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Email Id: Csphtrading6@gmail.com Phone no. 8928039945

## Resolution (8)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Increasing the Borrowing Limits of the Company up to Rs. 100 Crores

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	356660	356660	100.0000	356660	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		356660	356660	100.0000	356660	0	100.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	123340	39200	31.7821	39200	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		123340	39200	31.7821	39200	0	100.0000
<b>Total</b>		480000	395860	82.4708	395860	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

**Hemang Satra & Associates**  
Company Secretaries

375 Vidyut Bldg, D Block, 1<sup>st</sup> Floor,  
Chirabazar, Mumbai - 400002  
**Mobile:** +91-9769848168  
**Email:** [hemangsatra99@gmail.com](mailto:hemangsatra99@gmail.com)

### SCRUTINIZER'S REPORT

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

To,  
The Chairman  
**PH Trading Limited**  
Plot No. 62, Tower - II,  
12<sup>th</sup> Floor, Salt Lake,  
Millennium City Information  
Technology Park, Sector- V,  
Block DN, Bidhannagar,  
Kolkata, West Bengal, 700064.

**Subject: Scrutinizer's Report on voting through postal ballot by electronic means conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

I, Hemang Satra, Proprietor of M/s Hemang Satra & Associates, Company Secretaries (Membership No. ACS 54476 and CP No. 24235) have been appointed as the Scrutinizer to scrutinize the Postal Ballot process through electronic voting process ('remote e- voting') conducted by the Company in respect of the Ordinary and Special Resolutions as set out in the Postal Ballot Notice dated 1<sup>st</sup> April, 2024, pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rules 20 and 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 ("Listing Regulations"), read with General Circular No.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2021 dated December 8, 2021 read with other relevant circulars including General Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (the "MCA Circulars") and any other applicable provisions, of the Act, rules, regulations, circulars and notifications (including any statutory modification(s), clarification(s) or reenactment(s) thereof for the time being in force).

The Postal Ballot Notice dated 1<sup>st</sup> April, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, in electronic form to those



members whose e-mail addresses were registered with the Company/Registrar and Transfer Agent ('RTA')/ Depositories and whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories / RTA as on Friday, 22<sup>nd</sup> March, 2024 ('cut-off date').

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ('CDSL') for conducting remote e-voting by the members of the Company.

The members of the Company holding shares as on the 'cut-off' date i.e. Friday, 22<sup>nd</sup> March, 2024 were entitled to vote on the resolutions as contained in the Notice.

The remote e-voting period commenced on Tuesday, 2<sup>nd</sup> April 2024 (9:00 hours IST) and ended on Monday, 1<sup>st</sup> May, 2024 (17:00 hours IST). The e-voting module was disabled by CDSL thereafter.

The votes cast under remote e-voting facility were thereafter unblocked by me in the presence of two witnesses who were not in the employment of the Company.

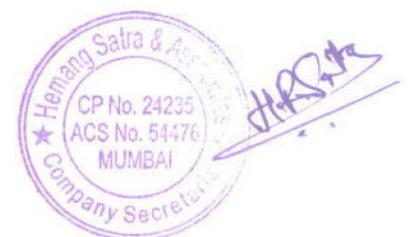
I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of CDSL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Company is responsible to ensure compliance with the requirements of the Act, rules made thereunder and the MCA circulars relating to remote e-voting on the resolutions contained in the Postal Ballot Notice. The Communication of the assent or dissent of the member had taken place through remote e-voting only.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

I would like to mention that the voting rights of the Members were in proportion to their shareholding in the Company as on the cut-off date and as per the Register of Members of the Company.

I now submit my Report as under on the result of the voting by postal ballot only through the e-voting process in respect of the said Special Resolutions as under:



**RESOLUTION 1: SPECIAL RESOLUTION**

**Appointment of Mr. Naveen Kumar Vanama (DIN: 09243947) as a Managing Director of the Company:**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

The resolution pertains to appointment of Mr. Naveen Kumar Vanama (DIN: 09243947) who is a part of the Promoter Group. However, this transaction is not material pursuant to Regulation 23 of SEBI (LODR) 2015, hence promoter voting was considered by me in the aforesaid resolution.



**RESOLUTION 2: SPECIAL RESOLUTION**

**Appointment of Mr. Sudhakar Vanama (DIN: 09702707) as an Executive Director of the Company:**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil

The resolution pertains to appointment of Mr. Sudhakar Vanama (DIN: 09702707) who is a part of the Promoter Group. However, this transaction is not material pursuant to Regulation 23 of SEBI (LODR) 2015, hence promoter voting was considered by me in the aforesaid resolution.



**RESOLUTION 3: ORDINARY RESOLUTION**

**Appointment of Mr. Rama Mohan Rao Bandlamudi (DIN: 00285798) as a Non-Executive & Non-Independent Director of the Company:**

(i) Voted in favour of the resolution:

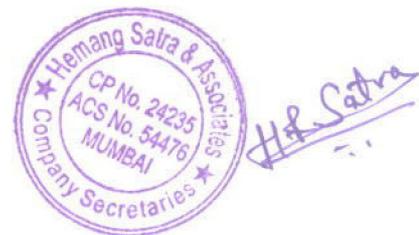
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil



**RESOLUTION 4: ORDINARY RESOLUTION**

**Appointment of Mr. Chandrakanth Chereddi (DIN: 06838798) as a Non-Executive & Non- Independent Director of the Company:**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil



*H. P. Satra*

**RESOLUTION 5: SPECIAL RESOLUTION**

**Appointment of Mr. Murali Krishna Lanka (DIN: 07194036) as an Independent Director of the Company:**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil



**RESOLUTION 6: SPECIAL RESOLUTION**

**Appointment of Mrs. Srisailapu Surya Varnika (DIN: 10518336) as an Independent Director of the Company:**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil



**RESOLUTION 7: SPECIAL RESOLUTION**

Shifting of Registered Office of the Company from the State of Kolkata, West Bengal to the State of Mumbai, Maharashtra and subsequent amendment in the Memorandum of Association of the Company:

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil



**RESOLUTION 8: SPECIAL RESOLUTION**

**Increasing the Borrowing Limits of the Company up to Rs. 100 Crores:**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	3,95,860	100

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members voted	Number of valid votes cast by them
Nil	Nil



**Hemang Satra & Associates**  
Company Secretaries

375 Vidyut Bldg, D Block, 1<sup>st</sup> Floor,  
Chirabazar, Mumbai - 400002  
**Mobile:** +91-9769848168  
**Email:** hemangsatra99@gmail.com

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The resolutions as set out in the Postal Ballot Notice has been approved and passed by the requisite consent of the members.

**For Hemang Satra & Associates,  
Company Secretaries**



*H.Satra*

**Place:** Mumbai  
**Date:** 2<sup>nd</sup> May, 2024  
**UDIN:** A054476F000292747  
**Peer Review No:** 1867/2022

**Hemang Satra**  
Proprietor  
**M. No.:** A54476  
**C. P. No.:** 24235