

Date: November 08, 2019

To,

Compliance Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051.

Dear Sir/Madam,

(Ref – Innovana Thinklabs Limited; Symbol - INNOVANA)
Sub.: Submission of Notice of Postal Ballot dated November 02, 2019

Dear Sir/Madam,

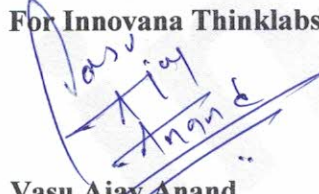
With reference to the above, please find herewith enclosed the Notice of Postal Ballot along with Postal Ballot Form as circulate to the shareholders whose name appear in the Register of Members/ List of Beneficial owners as on Monday, November 04, 2019 i.e. cut-off date.

You are requested to kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Innovana Thinklabs Limited


Vasu Ajay Anand
Company Secretary



Place - Jaipur

Encl: As above



Plot No. D-41, Patrakar Colony, Near
Jawahar Nagar, Moti Dungri Vistar Yojna,
Raja Park, Jaipur - 302004 (Raj), INDIA



www.innovanathinklabs.com
info@innovanathinklabs.com



+91-141-4919128
+91-141-4919129

INNOVANA THINKLABS LIMITED

(CIN: L72900RJ2015PLC047363)

Regd. Office: Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park Jaipur – 302004, India

E-mail: cs@pcvark.com, **Website:** www.innovanathinklabs.com

Tel No. 0141-4919128

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013)

To,

The Members of INNOVANA THINKLABS LIMITED,

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”), read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as “Rules”) (including any statutory modification, amendment or re-enactment thereof for the time being in force) and pursuant to other applicable laws and regulations, that the resolutions appended below be passed by the Members through postal ballot or electronic voting (e-voting). The explanatory statement pertaining to the appended resolutions setting out the material facts and the reasons thereof is annexed hereto along with a postal ballot form for your consideration.

The Board of Directors of the Company at their meeting held on November 02, 2019, appointed CA Arpit Gupta, Partner of M/s A Y & Company (FRN: 020829C), Practicing Chartered Accountants, as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed in the postal ballot form and return the same duly completed in the enclosed self-addressed postage prepaid envelope. 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 prepaid envelope. The duly completed postal ballot form(s) should reach the Scrutinizer not later than 5.00 p.m. on December 08, 2019, to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the Member.

Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read carefully the instructions in the Notes under the section ‘Voting through Electronic Means’. References to Postal Ballot(s) in this Postal Ballot Notice include votes received electronically.

The Scrutinizer will submit his report to the Chairman of the Company, on or before December 10, 2019. The result of postal ballot and e-voting shall be announced on or before December 10, 2019 and communicated to the stock exchanges, Depository, Registrar and Share Transfer Agent and shall also be displayed on the Company’s website at www.innovanathinklabs.com.

RESOLUTIONS:

Item No. 1 – Increase in Authorized Share 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 the provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹ 5,00,00,000/- (Rupees Five Crores) divided into 50,00,000/- (Fifty Lakhs) equity shares of ₹ 10/- (Rupees Ten) each to ₹ 11,00,00,000/- (Rupees Eleven Crores) by creation of additional 60,00,000 (Sixty Lakhs) equity shares of ₹ 10/- (Rupees Ten) 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 ₹ 11,00,00,000/- (Rupees Eleven Crores) divided into 1,10,00,000 (One Crores ten lakhs) equity shares of ₹ 10/- (Rupees Ten) each,

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.”

Item No. 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, the 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”), 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 the free reserves and/or the securities premium account of the Company, as may be considered necessary by the Board, for the purpose of the issue of bonus equity shares of ₹ 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 share for every 2 (Two) existing equity shares held by the Members.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the Bonus Shares but in the case of Members who hold Equity Shares in dematerialized form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants and in the case of Members who hold Equity Shares in physical form, the share certificates in respect of the Bonus Shares shall be dispatched, within such time as prescribed by law and the relevant authorities;

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 the Bonus Shares so allotted always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members.

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.”

Item No. 3 – Migration from SME Platform of NSE EMERGE to Main Board of NSE.

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

Note: In accordance with Regulation 277 of SEBI (ICDR) Regulations, 2018 the below mentioned Special Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

“**RESOLVED THAT** pursuant to provisions of Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”) and other applicable provisions of the Companies Act 2013, SEBI (LODR) Regulations, 2015 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, and other applicable laws, the consent of the members of the Company be and is hereby accorded to migrate the Company, currently listed on SME Platform of National Stock Exchange of India Limited (NSE EMERGE) to Main Board of National Stock Exchange Board of India (NSE) and to follow such procedures

as specified by SEBI (ICDR) Regulations and other applicable regulations notified by SEBI, as amended from time to time, to give effect to the above said resolutions.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized jointly and severally to deal with any Government or semi-government authorities or any other concerned intermediaries including but not limited to NSE, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's present listing from NSE EMERGE to the Main Board of NSE.

RESOLVED FURTHER THAT Directors of the Company be and are hereby authorized jointly and severally to do all such acts, things and deeds as may be necessary and expedient to give effect to the above resolution, on behalf of the Company.”

By the Order of Board of Directors

For Innovana Thinklabs Limited

Chandan Garg
Managing Director
DIN: 06422150

Place – Jaipur
Date – November 02, 2019

Registered Office:

Plot No. D-41, Patrakar Colony, Near Jawahar Nagar
Moti Dungri Vistar Yojna, Raja Park Jaipur – 302004, India

CIN: L72900RJ2015PLC047363

E-mail: cs@pcvark.com,

Website: www.innovanathinklabs.com

Tel. No.: 0141-4919128

NOTES: -

1. The explanatory statement pursuant to Section 102 & Section 110 of the Companies Act, 2013 stating all material facts and the reasons for the proposed resolution is annexed herewith.
2. In terms of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time) the item of business as set out in the notice is sought to be passed by Postal ballot.
3. Mr. Arpit Gupta, Partner of M/s A Y & Company (FRN: 020829C), Practicing Chartered Accountants has been appointed as Scrutinizer for Conducting the Postal Ballot in accordance with the law in a fair and transparent manner.
4. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members /List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on November 04, 2019. The Postal Ballot Notice is being sent to Members in Physical form mode along with postage prepaid self-addressed envelope to the address registered with depositories and by electronic mode to the email addresses registered with their Depository Participants.
5. Members whose names appear on the Register of Members/List of Beneficial Owners as on November 04, 2019 will be considered for the purpose of voting.
6. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members
7. In case shares held by Companies, trusts, societies etc. the duly completed postal ballot should be accompanied by a certified copy of the board resolution authority and preferably attested specimen signature(s) of the duly authorized signatory (ies) giving requisite authority to the person voting on the postal ballot form.
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, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the names of the Members as on November 04, 2019 “Cut-off date”.

10. Members are requested not to send any paper other than the resolution/authority as mentioned (under note number 7 above) along with postal ballot form in the enclosed self-addressed postage prepaid envelope. As all such envelopes, will be sent to the scrutinizer and if any extraneous is found in such envelope the same would not be considered and would be destroyed by the scrutinizer.
11. Members who have received Postal Ballot notice by email only and who wish to vote through physical Postal Ballot Form or in case a member is desirous of obtaining a duplicate Postal Ballot Form, he or she may send an e-mail to cs@pcvark.com. The Company shall forward the same along with postage prepaid self-addressed Business Reply Envelope to the Member.
12. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically and vote on all resolutions through the e-voting service facility arranged by CDSL. The instructions for electronic voting are given in this Notice.
13. A Member cannot exercise his vote by proxy on postal ballot.
14. Members desiring to exercise their vote by physical postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed with the Assent (for) or Dissent (against), in the enclosed self-addressed postage prepaid envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than close of working hours (i.e. 5:00 p.m.) on December 08, 2019. However, envelopes containing postal ballots, if sent by courier or registered / speed post at the expense of the Members will also be accepted. If any postal ballot is received after 5:00 p.m. on December 08, 2019, it will be considered that no reply from the Member has been received.
15. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the result of the voting by postal ballot will be announced by the Chairman or Managing Director or any Director of the Company duly authorized, on or before December 10, 2019 at the Registered Office at Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park Jaipur – 302004, India and will also be displayed on the Company website (www.innovanathinklabs.com), besides being communicated to the Stock Exchange, Depository, Registrar and Share Transfer Agent on the said date.
16. The result of the voting on the resolutions will be declared at the registered office of the company on or before December 10, 2019. The date of result of postal ballot will be taken to be date of passing the resolution.
17. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on December 08, 2019 i.e. the last date specified for receipt of duly completed Postal Ballot Forms or e-voting.
18. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice.

VOTING THROUGH ELECTRONIC MEANS

In compliance with the SEBI (LODR), 2015 and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, read with the related Rules, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its Members.

The instruction to members for voting electronically are as under:

- 1) The voting period (including e-voting) begins on November 09, 2019 at 10.00 A.M. and ends on December 08, 2019 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 November 04, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- 2) The shareholders should log on to the e-voting website www.evotingindia.com.
- 3) Click on “Shareholders” tab.
- 4) 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.
- 5) Next enter the Image Verification as displayed and Click on Login.
- 6) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

7) 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 0's before the number after the first two characters of the name in CAPITAL letters. Eg. 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 in order 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 (v)

- 8) After entering these details appropriately, click on "SUBMIT" tab.
- 9) 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.
- 10) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 11) Click on the EVSN for the relevant <Innovana Thinklabs Limited>on which you choose to vote.
- 12) 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.
- 13) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 14) 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.
- 15) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 16) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 17) If a Demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 18) 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 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 on.
 - ❖ 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.

IN CASE OF MEMBERS RECEIVING THE PHYSICAL COPY:

- A. User ID and initial password is provided in the Postal Ballot Form.
- B. Please follow all steps from Sr. no. (1) to (17)

Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast vote again.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or cs@pcvark.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 1 & 2:

The equity shares of your Company are listed and actively traded on the SME Platform of National Stock Exchange of India Limited (NSE EMERGE). With a view to encourage the participation of small investors by making equity shares of the Company affordable, increasing the liquidity of the equity shares and to expand the retail shareholder base, the Board in its meeting held on November 02, 2019 considered and approved a bonus issue of 3 (Three) equity share for every 2 (Two) existing equity shares held, as on a record date to be determined by the Company.

Presently, the authorized share capital of your Company is ₹ 5,00,00,000/- (Rupees Five Crores) divided into 50,00,000 (Fifty Lakhs) equity shares of ₹ 10/- (Rupees Ten) each. It is proposed to increase the authorized share capital to ₹ 11,00,00,000/- (Rupees Eleven Crores) by creation of additional 60,00,000 (Sixty Lakhs) equity shares of ₹ 10/- (Rupees Ten) each. The increase in authorized share capital as aforesaid would require consequential amendments to the existing Clause V of the Memorandum of Association of the Company.

The increase in authorized share capital and alteration of relevant clause(s) of the Memorandum of Association of the Company and issue of bonus equity shares, are subject to Members' approval in terms of Sections 61 and 63 of the Companies Act, 2013 and any other applicable statutory and regulatory approvals.

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 for the purpose of issue of bonus equity shares on the terms and conditions set out in the resolutions.

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

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

Item No 3:

As per SEBI circular dated 18th May 2010, Company with post issue face value capital of Rs. 10 crores or more and upto Rs. 25 crores and listed SME Platform of Stock Exchange can migrate to Main Board, provided shareholder's approval is obtained in accordance with Securities and Exchange Board of India (ICDR) Regulations and the Company meets listing requirements of Stock Exchange on which the Company is proposed to list. Further, in compliance of NSE guidelines, Directors of your Company are of the view that migration to main board of NSE will accelerate in growth and expansion of the Company and will also help the shareholders to benefit better return from their investments.

The paid up Capital of the Company will be Rs. 10,25,00,000/- after Issue of Bonus shares and the Conditions for listing of Shares of the Company on SME platform of NSE (NSE EMERGE) for more than 2 years will also comply in due course thereby complying with the above stated requirements and it becomes eligible for migration from SME Exchange of NSE (NSE EMERGE) to Main Board of NSE.

The Board of Directors of the Company are of the view that the migration of the Company to Main Board of NSE will act as a catalyst in the growth and expansion of the company, enhance the recognition of the Company, increase the

participation from the retail investors and the members will enjoy the increased return on their investment, hence your directors have thought it advisable to migrate from SME to Main Board.

The Directors of the Company propose the resolution for your approval. None of the Directors and Key Managerial Persons or their relatives has any interest in the passing of the said resolution except to the extent of equity shares held by them in the Company.

For Innovana Thinklabs Limited

Chandan Garg
Managing Director
DIN: 06422150

Place – Jaipur
Date – November 02, 2019

Registered Office:
Plot No. D-41, Patrakar Colony, Near Jawahar Nagar
Moti Dungri Vistar Yojna, Raja Park Jaipur – 302004, India
CIN: L72900RJ2015PLC047363
E-mail: cs@pcvark.com,
Website: www.innovanathinklabs.com
Tel. No.: 0141-4919128

Place – Jaipur
Date – November 02, 2019

INNOVANA THINKLABS LIMITED**(CIN: L72900RJ2015PLC047363)****Regd. Office:** Plot No. D-41, Patrakar Colony, Near Jawahar Nagar Moti Dungri Vistar Yojna, Raja Park Jaipur – 302004, India**E-mail:** cs@pcvark.com, **Website:** www.innovanathinklabs.com**Tel No.** 0141-4919128**POSTAL BALLOT FORM**

Registered Folio/ DP ID & Client ID	
Name and address of the Shareholder(s) with Joint holders, if any	
Registered Address of the Sole/ First named shareholders:	
No. of Shares held	

I / We hereby exercise my / our vote in respect of the Ordinary & Special Resolutions to be passed through Postal Ballot for the business stated in the Postal Ballot Notice of the Company by sending my / our assent / dissent to the said Resolutions by placing the tick mark (✓) at the appropriate boxes below:

S.No.	Brief Particulars of the Resolution	No. of Shares held	FOR I / we assent to the Resolution	AGAINST I / we dissent to the Resolution
1	Ordinary Resolution for Increase in Authorized Share Capital and consequent amendment to Memorandum of Association of the Company			
2	Ordinary Resolution for Issue of Bonus Issue			
3	Special Resolution for Migration of listing of shares from SME Platform of BSE to the Main Board of BSE.			

.....
Signature of the Shareholder/ Authorised representative

Place:

Date:

Notes:

1. Please return duly filled and signed postal ballot form in the envelope enclosed.
2. Last date for receipt of Postal Ballot Form is December 08, 2019, till close of business hours i.e. 05:00 P.M to the Scrutinizer.

----- Cut Here -----

Electronic Voting Particulars

The e-voting facility is available at the link [https:// www.evotingindia.com](https://www.evotingindia.com). The electronic voting particulars are set out as follows:

EVEN (E-Voting Sequence Number)	USER ID	PASSWORD / PIN
191105001	<USER_ID>	<PWD>

Note: Please read the complete instructions given under the E-voting form attached to the Notice. (Instructions for shareholders voting electronically). The voting time starts from November 09, 2019 at 10:00 a.m. and ends on December 08, 2019 at 05:00 p.m. The Voting Module shall be disabled by CDSL for voting thereafter.

GENERAL INSTRUCTIONS

1. A shareholder desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed business reply envelope. However, envelopes containing Postal Ballot Form, if sent by courier or by registered post at the expense of the shareholder will also be accepted.
2. The self-addressed envelope bears the address of the Scrutinizer appointed by the board of directors of the Company.
3. This Postal Ballot Form should be completed and signed by the shareholder as per the specimen signature registered with the Company or the Depository Participant. In case of joint holding, this Postal Ballot Form should be completed and signed by the first named shareholder and in his absence, by the next named joint shareholder.
4. There will be only one Postal Ballot Form for every Folio/ Client ID irrespective of number of joint holders.
5. The votes should be casted either in favour or against by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing tick marks in both the columns for the same shares will render the Postal Ballot Form invalid.
6. Unsigned, incorrectly signed or incomplete Postal Ballot Forms will be rejected.
7. Postal Ballot Forms signed in the representative capacity must be accompanied by the requisite certified true copy of power of attorney/resolution of board of directors of the corporate shareholder being represented. If the same is/ are already registered with the Company, please quote the registration no. beneath the signature.
8. Shareholders are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything on the Postal Ballot Form except giving their assent or dissent and putting their signature.
9. The Scrutinizer's decision on the validity of a postal ballot will be final.
10. Any query / grievances relating to the postal ballot process may be addressed to Mr. Vasu Ajay Anand (Company Secretary and Compliance Officer). Her contact details are:
E-mail: cs@pcvark.com, **Ph. No** 0141-4919128

INSTANCES UNDER WHICH THE POSTAL BALLOT FORM SHALL BE TREATED AS INVALID OR REJECTED:

- (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 / Depository;
- (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) The envelope containing the Postal Ballot Form is received after the last date prescribed;
- (h) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- (i) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established; Member has made any amendment to the Resolution or imposed any condition while exercising his vote.