Goldstone Infratech Limited

26th May, 2018

Bombay Stock Exchange Limited
National Stock Exchange of India Limited

Dear Sir/Madam,

Sub: Submission of Notice of Postal Ballot Notice;

Ref: Scrip Code on BSE; : 532439
Scrip ID on NSE : GOLDINFRA

Pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed copy of the Notice of Postal Ballot and E-Voting:

The following are the brief details of the e voting and results declaration.

S.No	Particulars	Dates and Timings
1.	Remote E-Voting	Will commence on 30th May, 2018 at 10.00 A.M and end on 28th June ,2018 at 05.00 P.M
2.	Declaration of Result	30th June, 2018 on or before 05.00 P.M

Kindly take on record the same.

Yours faithfully,
For Goldstone Infratech Limited

P Hanuman Prasad
Company Secretary

NOTICE OF POSTAL BALLOT AND E-VOTING

(Pursuant to Section 110 of the Companies Act,2013 and rules made there under)

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Goldstone Infratech

GOLDSTONE INFRATECH LIMITED
Regd. Office: Centre Point Building, 4th Floor,
Plot # 359 to 363/ 401, US Consulate Lane, Begumpet,
Secunderabad- 500003, Telangana, India. Tel.91-40-46989999
E-mail id: info@goldstone.net | website: www.goldstonepower.com

NOTICE OF POSTAL BALLOT AND E-VOTING

(Pursuant to Section 110 of the Companies Act, 2013 and rules made there under)

To
The Members
Goldstone Infratech Limited

NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 ("THE ACT") READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 ("THE RULES"), OTHER APPLICABLE PROVISIONS, IF ANY, OF THE ACT (INCLUDING ANY STATUTORY MODIFICATION OR RE-ENACTMENT THEREOF FOR THE TIME BEING IN FORCE) AND REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, to consider and pass each of the Resolutions appended hereto as a 'Special Resolution/Ordinary Resolution' as the case may be by way of Postal Ballot (including remote e-Voting). The said Resolutions pursuant to the Act and Explanatory Statement setting out the material facts pertaining to the said Resolution as required under Section 102 of the Act and the rules made thereunder is annexed hereto along with the Postal Ballot Form (the "Form") for your consideration.

The Board of Directors of the Company ("the Board") has appointed Mr. D.S. Rao, Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot (including remote e-Voting) in a fair and transparent manner.

You are requested to peruse the proposed Resolutions along with the Explanatory Statement and read carefully the instructions forming part of this Notice and return the Form duly filled and signed (at the marked places in the Form) along with Assent (FOR) or Dissent (AGAINST) for the said Resolution, in the attached self-addressed business reply envelope, so as to reach the Scrutinizer before the closing of working hours 6.00 P.M. on Thursday, 28th June, 2018. Please note that any Form(s) received after the said date and time will be strictly treated as if no reply has been received. No other form is permitted.

Remote Electronic Voting:

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 110 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide Remote Electronic Voting ("remote e-Voting") facility as an alternative, to all its Members, to enable them to exercise their right to vote electronically instead of dispatching the physical postal ballot form by post. For this purpose, the Company has engaged the services of (Depository Name). It may be noted that remote e-Voting is optional. In case a Member has voted through remote e-Voting facility, he/she is not required to send the physical Postal Ballot Form. In case a Member votes through remote e-Voting facility as well as sends his/her vote through physical postal ballot form, the vote cast through remote e-Voting shall only be considered and the voting through physical postal ballot shall not be considered by the Scrutinizer.

The remote e-Voting facility is available at the link **www.evotingindia.com.** Please refer the instructions for remote e-Voting given after the Proposed Resolution for the process and the manner in which remote e-Voting is to be carried out.

The Scrutinizer will submit his report to the Chairman or any other Director of the Company after completion of the scrutiny of the postal ballots (including remote e-Voting). The results of the Postal Ballot (including remote e-Voting) would be announced by the Managing Director of the Company on Saturday, 30th June, 2018 at the Registered Office of the Company. The Resolution will be considered to be passed at a General Meeting of the Members as per the provisions of the Act & applicable rules thereunder and Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the date of announcement of results of Postal Ballot (including remote e-Voting) by the Managing Director of the Company. The said results would be intimated to the Stock Exchanges where the Company's shares are listed, published in the newspaper and displayed on the Company's website viz. **www.goldstonepower.com**.

By order of the Board
For Goldstone Infratech Limited

Sd/-
P. Hanuman Prasad
Company Secretary

Place : Secunderabad
Date : 23rd May, 2018

ITEM NO 1: INCREASE OF AUTHORIZED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY;

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

"RESOLVED THAT pursuant to the provisions of Section 13 and 61(1)(a) and other applicable provisions if any, of the Companies Act, 2013 (including any re-enactment(s) and modification(s) made there under, if any, for the time being in force) and the Memorandum and Articles of Association of the Company and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such approvals, consent, permissions and sanction if any, as may be required from the concerned Authorities under any other Law for the time being in force, consent of the members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 24,65,00,000/- (Rupees Twenty Four Crores Sixty Five Lakhs Only) comprising of 6,16,25,000 (Six Crores Sixteen Lakhs Twenty Five Thousand Only) Equity Shares of Rs.4/- (Rupees Four only) each to Rs. 60,00,00,000/- (Rupees Sixty Crores Only) comprising of 15,00,00,000 (Fifteen Crores Only) Equity Shares of Rs.4/- (Rupees Four only) each.

"RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be and is hereby amended by substituting the following clause in place of existing Clause V.

The Authorized Share Capital of the Company is Rs.60,00,00,000/- (Rupees Sixty Crores Only) Divided into 15,00,00,000 (Fifteen Crores Only) Equity Shares of Rs.4/- (Rupees Four only) each."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

ITEM NO 2: ISSUE OF EQUITY SHARES ON RIGHTS BASIS;

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

"RESOLVED THAT pursuant to the provisions of Section 62 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the applicable Rules there under (the "Act"), and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Foreign Exchange Management Act,1999, as amended, and rules and regulations framed there under as in force and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines thereon issued from time to time by the Government of India, the Securities and Exchange Board of India("SEBI"), the Reserve Bank of India ("RBI"), the Registrar of Companies (the "RoC") and the Stock Exchanges where the shares of the Company are listed ("Stock Exchanges") and subject to requisite approvals, consents, permissions and/or sanctions, if any of them and other appropriate statutory, regulatory or other authority (including RBI) or subject to applicable guidelines of Foreign Exchange Management Act ("FEMA") and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting any such approvals, consents, permissions and/or sanctions and the consent of the members be and are hereby accorded to issue, offer and allot such number of equity shares of Rs.4/- (Rupees Four only) each for cash at a premium of Rs.96/- (Rupees Ninety Six only) per share which in the aggregate shall not exceed Rs.560/- crores(Rupees Five Hundred Sixty Crores only) on Rights Basis to the Members of the Company whose names will appear on the Register of Members of the Company in respect of the equity shares held in physical form and to those members whose names will appear as beneficial owners as per the list furnished by the National Securities Depository Ltd and Central Depository Services Ltd in respect of the equity shares held in electronic form on such date as the Board of directors (hereinafter the "**Board"** which shall include any Committee for the time being exercising the powers of the Board in this connection and / or such officer of the Company exercising powers delegated by the Board) may determine in the proportion of one equity share of Rs.4/- (Rupees Four only) for every existing one equity share of Rs.4/- (Rupees Four only) held by such members as aforesaid on the following terms and conditions:

a) The issue price of Rs.100/- (Rupees One Hundred only) per share including a premium of Rs.96/- (Rupees Ninety Six only) per share shall be payable on application.

b) The shareholders are entitled to renounce the shares offered to them in full or part thereof in favour of any person who may or may not be a shareholder of the Company.

c) The unoffered or unsubscribed portion, if any, of the above mentioned issue will be disposed of by the Board as it may think deem fit and proper in the best interest of the Company and the Board of Directors are authorized accordingly.

d) The equity shares to be issued, as aforesaid, shall be subject to Memorandum and Articles of Association of the Company and shall rank pari passu in all respects with the existing fully paid up equity shares of the Company.

e) The offer of equity shares as aforesaid shall be issued on such other terms and conditions as the Board may determine and the Board be and is hereby authorized to finalize the same."

"RESOLVED FURTHER that the Board be and is hereby authorized to file such prospectus and /or letter of offer and other documents as may be required to be filed with the various authorities and to seek the listing of such securities in Stock Exchanges where the Company's shares are listed".

"RESOLVED FURTHER that the Board be and is hereby authorized to engage the services of or appoint solicitors, advocates, Legal advisors, merchant bankers, registrars to the issue, depositories, custodians and any such other agencies to act as managers, lead managers, or in any other capacity or to advice or to certify any matter relating to Company's accounts or otherwise, on such terms as to remuneration by way of commission, fees or otherwise as the Board may in its absolute discretion deem appropriate or where such services have been engaged or appointment has been made, the same shall stand ratified".

"RESOLVED FURTHER that for the purpose of giving effect to this resolution and for the purpose of issue and allotment of the rights equity shares and listing thereof with the Stock Exchange(s), the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchange(s) for obtaining in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said equity shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the members."

ITEM NO.3:**TO ENHANCE THE BORROWING LIMITS OF THE BOARD OR A COMMITTEE THEREOF FROM Rs.150 CRORES TO Rs.1,000 CRORES**

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

"**RESOLVED THAT** in supersession of the earlier resolution passed by the Members through postal ballot dated 4th August, 2014 regarding the borrowing limits of the Company, the consent and approval of the Members of the Company be and is hereby accorded to the Board of Directors (herein after referred to as the `Board` which expression shall include a Committee of Directors duly authorized in this behalf and for the time being exercising the powers conferred on them by this resolution) to enhance the existing borrowing limits from Rs.150 Crores (Rupees One Hundred and Fifty Crores only) to Rs.1,000 Crores (Rupees One Thousand Crores only) under Section 180(1)(c) of the Companies Act, 2013 and that the Board be and is hereby authorized to borrow any sum or sums of money (including non-fund based facilities) not exceeding in the aggregate Rs.1,000 Crores(Rupees One Thousand Crores only)from time to time at their discretion, for the purpose of the business of the Company, from any one or more Banks, Financial Institutions and other persons, firms, bodies corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the then paid up capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose) and that the Board of Directors be and is hereby empowered and authorised to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as they may, in their absolute discretion, think fit, subject to necessary consents & approvals."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

ITEM NO.4: TO AUTHORIZE THE BOARD OR A COMMITTEE THEREOF TO SELL, LEASE, MORTGAGE OR OTHERWISE DISPOSE OF THE WHOLE OR SUBSTANTIALLY THE WHOLE OF THE UNDERTAKING(S) OF THE COMPANY, BOTH PRESENT AND FUTURE;

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

"RESOLVED THAT in supersession of the earlier resolution passed by the Members in their meeting with regard to sale, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company, through postal ballot, and pursuant to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013, read with the relevant Rules thereof (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent and approval of the Members of the Company be and is hereby accorded to the Board of Directors or any Committee of Directors as may be authorized by the Board in this regard (hereinafter referred to as "the Board") to enhance the existing limits of Rs.150 Crores (Rupees One Hundred and Fifty Crores only) to Rs.1,000 Crores (Rupees One Thousand Crores only) with regard to sell, lease, mortgage or otherwise dispose of or to create charge, mortgage and/or hypothecate the whole or substantially the whole of the undertaking(s) assets of the Company wherever situated, present & future, at such time and on such terms and conditions as the Board may deem fit, in the best interest of the Company."

"RESOLVED FURTHER THAT in connection with the aforesaid resolution, the Board shall have the power to mortgage or otherwise offer as collateral, substantial property, assets and/or undertakings of the Company in favour of Banks/Financial Institutions/Other Lenders to secure the repayment of the various credit facilities availed or to be availed by the Company or its Holding/Subsidiary/Associate Companies, provided that the total amount of loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company in respect of the said loans, for which such charges, mortgages or hypothecations are created, shall not, at any time exceed the limit of Rs.1,000 Crores (Rupees One Thousand Crores only)."

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

ITEM NO 5: CORRECTION IN EXPLANATORY STATEMENT PERTAINING TO PRE ISSUE AND POST ISSUE SHAREHOLDING AND POST ISSUE PERCENTAGE SHAREHOLDING OF M/S. INDIANIVESH CAPITALS LTD AND MR.SAMIT BHARTIA.

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

"RESOLVED THAT the inadvertent error in disclosures made with respect to the holding of M/s. Indianivesh Capital Limited and Mr. Samit Bhartia in the explanatory statement to the Item No. 1 of the Notice of Extraordinary General Meeting held on 09th September, 2017 in relation to the preferential issue passed by Shareholders by way of Special Resolution at the said meeting be and is hereby rectified by the undermentioned relevant disclosure of Pre issue and Post issue shareholding and post issue percentage shareholding of M/s. Indianivesh Capitals Ltd and Mr.Samit Bhartia and that the approval granted at the said meeting shall be construed to have been made on the disclosures given in the explanatory statement to the notice of such meeting and that disclosed hereunder:"

F)The name of the proposed allottees, the identities of the persons who are the ultimate beneficial owners of the shares and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control.

S. No	Details of Subscriber	Category of Sub-scriber	Pre issue		No. of Equity Shares Proposed to be allotteed	Post Issue	Post Issue % of holding		Beneficial Ownership
			No. of Shares	% of hold-ing		No. of Shares	Before Conversion of Warrants	After Conversion of Warrants	
1	M/s. Indianivesh Capitals Ltd	Listed Company (Non Promoter)	66,000	0.18	8,00,000	8,66,000	1.73	1.56	**Promoters – 74.59%** i) Indanivesh Limited (Listed Company). ii) Artha Sri Investment Consultants LLP ● Mr. Anil Bafna ● Ms. Pramila Bafna ● Ms. Anisha Bafna iii) Rajesh Nuwal HUF ● Mr. Rajesh Nuwal - Kartha ● Ms. Snehalata Nuwal - Coparcener ● Mr. Aayushman Nuwal - Coparcener ● Mr. Aashka Nuwal - Coparcener **Public – 25.41%**
2.	Mr.Samit Bhartia	Individual (Non Promoter)	5,000	0.014	7,00,000	7,05,000	1.40	1.27	-

"RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company be and is hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

ITEM NO 6: REVISION TO THE TERMS OF THE EMPLOYEES STOCK OPTION SCHEME.

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

"RESOLVED THAT in partial amendment of the terms of the Employees Stock Option Plan approved by way of a special resolution passed at the Extraordinary General Meeting held on 09th September, 2017, the Number of options to be granted and the Exercise Price or Pricing formula under the said Employees Stock Option Plan shall stand revised as provided below.

Number of options to be granted;

The total number of Options to be granted to the Employees under Employees Stock Option Plan, in one or more tranches, shall not result in issue of equity shares in excess of 54,00,000 equity shares of the Company. This ceiling will be adjusted for any future bonus issue of shares or stock splits or consolidation of shares and also may further be adjusted at the discretion of the Board for any corporateaction(s) which shall included but not be limited to buy back, bonus issue and rights issue.

Exercise Price or Pricing formula.

The Compensation Committee will determine the exercise price subject to the same not being less than the face value of the equity shares of the Company and not more than the 'market price' (that is, latest available closing price on are cognised stock exchange, having highest trading volume, on which the equity shares of the Company are listed) of the equity shares at the time of grant.

"RESOLVED FURTHER THAT the Compensation Committee of Directors of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

ITEM NO 7: CHANGE OF NAME OF THE COMPANY;

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

"RESOLVED THAT pursuant to Section 13(2) of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014,subject to approval of the Central Government and any other Regulatory Authorities as may be necessary, consent of the members be and is here by accorded to change the name of the Company from "GOLDSTONE INFRATECH LIMITED" to "OLECTRA GREENTECH LIMITED" or any other name as may be approved by the Registrar of Companies, and other relevant Regulatory Authorities, under the Companies Act, 2013.

"RESOLVED FURTHER THAT the Name Clause being Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

1. The Name of the Company is OLECTRA GREENTECH LIMITED

"RESOLVED FURTHER THAT in terms of Section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company and substituting it with the new name of the Company 'OLECTRA GREENTECH LIMITED'."

"RESOLVED FURTHER THAT the Board of Directors or any Committee thereof be and is here by authorized to accept any other name approved by the relevant Regulatory Authorities in place of OLECTRA GREENTECH LIMITED, if not available to the Company and seek approval for the change in the name of the Company accordingly without making any further reference to the members for their approval and that the Memorandum and Articles of Association of the Company be altered accordingly ."

ITEM NO 8: TO CONSIDER AND APPROVE THE ALTERATION OF MAIN OBJECT CLAUSE III(A)

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

"RESOLVED THAT pursuant to provisions of Section 13 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force and subject to approval of the shareholders and such other approvals as may be necessary if any, from the competent authorities, Clause III (A) of the Main objects of the Memorandum of Association of the Company be altered by substituting the existing Clause No. 1 , with new Clause No.1, as mentioned below.

Clause No.1 : To engage in the business of designing, developing, manufacturing, producing, establishing, assembling, selling, buying, maintaining, installing, commissioning, operating, owning, leasing, financing, deploying, supplying, distributing, exporting, importing re-selling, exchanging, altering, improving, assembling, dealing in marketing, procuring, sourcing and acting as buying and selling agents, commission agents, merchants, distributors, repairers, ware housers, traders in, service provider, brokers, research and development in the area of product development, for automotive vehicles including but not limited to all kinds of vehicles electric, hybrid, new energy vehicles or otherwise and whether they be two (2) wheelers, 3 (three) wheelers, 4 (four) wheelers, buses, omni buses, trucks, trailers, lorries, tractors, forklifts, motor cars, scooters, motor-scooters/cycles, LCVs, HCVs or XUVs, multi wheel vehicles, mono rail, light rail, metro rail, engines, locomotives of every description and also of various parts, components and accessories thereof including but not limited to chassis, batteries, chargers, motors, controllers, tools and tackles, aggregates, implements, materials and parts thereof of all or any of the above mentioned motor vehicles used for the transport or conveyance of passengers, merchandise and goods of every description whether propelled or used or run by electricity, steam, oil vapour, gas, petroleum, diesel, oil, fuel cell or any other mode or mechanical power, in India or elsewhere and to setup, own, manufacture, design, sale, lease and operate energy storage equipment and solutions, batteries pack, cells for whatsoever use, charging infrastructure/ equipment/station or parts thereof and to provide energy storage solutions and to render all or any services in relation or in connection with any or all of the aforesaid activities such as but not limited to, supply chain management services, setting up of service centers in different parts of India, after sales support and services, appointment of dealers, service agents and financing for such automotive vehicles and to make investment in other companies which are engaged in the aforesaid activities directly or through its associates.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority arising from or incidental to the said amendment."

ITEM NO 9. APPOINTMENT OF MR. N K RAWAL AS MANAGING DIRECTOR;

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

"RESOLVED that pursuant to the provisions of Section 2(54), 196, 197, 198, and 203 read with Schedule-V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Remuneration) Rules , 2014 , the articles of association and subject to approval of the members and such other consents and permissions as may be necessary and on the recommendation of the Nomination and Remuneration Committee of the Board of directors, Mr. N. K. Rawal (DIN;01630545) be and is hereby appointed as the Managing Director of the Company for a period of 5 (Five) years with effect from 12th December, 2017 on the following terms and conditions:

1. Salary

Salary of Rs.6,00,000/- (Rupees Six Lakhs Only) per month.

2. Perquisites

The following perquisites will be provided in addition to salary:

Category A

1. Housing: House Rent Allowance at Rs. 2,40,000/- per month. (Rupees Two Lakhs Forty Thousand only).
2. Other allowances for Maintenance, Leave travel, Conveyance, Subscription to Professional journals and Medical costs not exceeding Rs.1,60,000/- per month. (Rupees One Lakh Sixty Thousand only).

Category B

Company's contribution towards Provident Fund and payment of Gratuity as per applicable laws. Company's contribution towards Medical Insurance Policy for self and family subject to a ceiling of Rs. 30,000/- (Rupees Thirty Thousand only) per annum.

Category C

Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be chargeable to Mr. N K Rawal."

"**RESOLVED FURTHER** that the aggregate sum of remuneration and perquisites in any financial year shall not exceed the limits prescribed from time to time under Section 197 and 198 of the Companies Act, 2013 read with Schedule V and all other applicable provisions , if any, of the Companies Act, 2013 and if in any financial year during the tenure of office of Mr N K Rawal, the Company has no profits or its profits are inadequate, he will be paid remuneration by way of salary and perquisites subject to applicable provisions of Schedule V to the Companies Act, 2013 read with Rule 7 of the Companies (Appointment and Remuneration) Rules, 2014."

"**RESOLVED FURTHER** that the Board of Directors be and are hereby authorized to alter or vary the terms and conditions of the said appointment so as not to exceed the limits specified in Section 197 read with Schedule V or other applicable provisions, if any, of the Companies Act, 2013 or any other amendments thereto, as may be agreed between the Board and Mr. N K Rawal."

"**RESOLVED FURTHER** that the Board of directors be and are hereby authorized to do all such acts , deeds and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and for matters connected therewith or incidental thereto and to sign and execute any deeds / documents/ undertakings/agreements/papers/writings as may be required in this regard and to delegate all or any of these powers to any director(s) or officer(s) of the Company."

ITEM NO 10. APPOINTMENT OF MR. N. NAGA SATYAM AS EXECUTIVE DIRECTOR;

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

"RESOLVED THAT pursuant to the provisions of Section 2(54), 196, 197, 198, and 203 read with Schedule-V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Remuneration) Rules , 2014 , the articles of association and subject to approval of the members and such other consents and permissions as may be necessary and on the recommendation of the Nomination and Remuneration Committee of the Board of directors, Mr. N. Naga Satyam (DIN;02600472) be and is hereby appointed as the Executive Director of the Company for a period of 3 (Three) years with effect from 23rd May, 2018 on the following terms and conditions:

1. **Salary**

   Salary of Rs.5,00,000/- (Rupees Five Lakhs only) per month.

2. **Perquisites**

   The following perquisites will be provided in addition to salary:

   Category A

   1. Housing: House Rent Allowance at Rs.2,00,000/- (Rupees Two Lakhs only) per month.
   2. Other allowances for Maintenance, Leave travel , Conveyance, Subscription to Professional journals and Medical costs not exceeding Rs.1,33,334/- (Rupees One Lakh Thirty Three Thousad Three Hundred and Thirty Four only) per month.

   Category B

   Company's contribution towards Provident Fund and payment of Gratuity as per applicable laws. Company's contribution towards Medical Insurance Policy for self and family subject to a ceiling of Rs.30,000/- (Rupees Thirty Thousand only) per annum.

   Category C

   Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be chargeable to Mr. N. Naga Satyam."

"RESOLVED FURTHER that the aggregate sum of remuneration and perquisites in any financial year shall not exceed the limits prescribed from time to time under Section 197 and 198 of the Companies Act, 2013 read with Schedule V and all other applicable provisions , if any, of the Companies Act, 2013 and if in any financial year during the tenure of office of Mr N. Naga Satyam, the Company has no profits or its profits are inadequate, he will be paid remuneration by way of salary and perquisites subject to applicable provisions of Schedule V to the Companies Act, 2013 read with Rule 7 of the Companies (Appointment and Remuneration) Rules, 2014."

"RESOLVED FURTHER that the Board of Directors be and are hereby authorized to alter or vary the terms and conditions of the said appointment so as not to exceed the limits specified in Section 197 read with Schedule V or other applicable provisions, if any, of the Companies Act, 2013 or any other amendments thereto, as may be agreed between the Board and Mr. N. Naga Satyam."

"RESOLVED FURTHER that Board of directors be and are hereby authorized to do all such acts , deeds and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and for matters connected therewith or incidental thereto and to sign and execute any deeds / documents/ undertakings/agreements/papers/writings as may be required in this regard and to delegate all or any of these powers to any director(s) or officer(s) of the Company".

ITEM NO 11: APPOINTMENT OF JUSTICE MRS. GYAN SUDHA MISRA (RETD.) AS AN INDEPENDENT DIRECTOR;

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Justice Mrs. Gyan Sudha Misra (Retd.)(DIN 07577265), a non-executive Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 23.05.2018 to hold office for a term of 5 (five) consecutive years upto 22.05.2023, not liable to retire by rotation."

"RESOLVED FURTHER that Board of directors be and are hereby authorized to do all such acts , deeds and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution and for matters connected therewith or incidental thereto and to sign and execute any deeds / documents/ undertakings/agreements/papers/writings as may be required in this regard and to delegate all or any of these powers to any director(s) or officer(s) of the Company".

By order of the Board
For Goldstone Infratech Limited
Sd/-
P. Hanuman Prasad
Company Secretary

Place : Secunderabad
Date : 23rd May, 2018

NOTES:

1. The Explanatory Statement and reasons for the proposed Special Resolutions pursuant to Section 102 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), of the Act setting out material facts are appended to the Notice.
2. The Notice is being sent to all the Members, whose names appear in the Register of Members/list of Beneficial Owners, received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on 18th May, 2018.
3. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on 18th May, 2018.
4. Resolution passed by the members through Postal Ballot (including e-Voting) is deemed to have been passed effectively at a general meeting of the members. The Special Resolution shall be declared as passed if votes cast in favour of the Resolution by members who being entitled to do so, are not less than three times the number of votes, if any, cast against the resolution by members so entitled and voting.
5. In compliance with the provisions of Section 108 of the Companies Act read with the Rules and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-Voting facility ("remote e-Voting") for its members to enable them to cast their votes electronically. Members have option to vote either through remote e-Voting or through the physical postal ballot form. If a member has opted for remote e-Voting, then he/she should not vote by physical postal ballot also and vice-versa. However, in case members cast their vote both via physical postal ballot and remote e-Voting, then voting through remote e-Voting shall prevail and voting done by postal ballot shall be treated as invalid. For this purpose, the Company has signed an agreement with the CDSL for facilitating remote e-Voting.

Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 read with Section 110 of the Companies Act, 2013 and rules made there under setting out all the material facts pertaining to each of the Special Resolutions.

ITEM NO.1:

The Company is a public limited company and presently, the authorized share capital of the Company is Rs. 24,65,00,000/- (Rupees Twenty Four Crores Sixty Five Lakhs Only) divided into 6,16,25,000/- (Six Crores Sixteen Lakhs Twenty Five Thousand Only) Equity Shares of Rs.4/- (Rupees Four only) each.

Further at present 54,00,000 outstanding convertible warrants have been allotted to the Promoters, convertible into 54,00,000 Equity Shares and in pursuance of Shareholders Resolution dated 09th September, 2017, the Company is eligible to issue 27,00,000 Employee Stock Options which are exercisable into 27,00,000 Equity Shares to the eligible employees.

The Company is also considering further issue of Equity Shares on Rights Basis.

Considering all the facts as specified above and to enable any further capital infusion in the future, the Company intends to increase the Authorized Share Capital of the Company as set out in the resolution under Item No.1 of the Notice.

In accordance with the provisions of Section 13 and 61(1)(a) and other applicable provisions if any, of the Companies Act, 2013 pursuant to the increase of Authorised Share Capital of the Company, alteration in Clause V of the Memorandum of Association of the Company is required, which requires the approval of Shareholders in General Meeting by way of Special Resolution.

In light of the above facts, your approval is sought for increase of Authorised Share Capital of the Company.

The altered copy of the Memorandum of Association of the Company will be available for inspection at the registered office of the Company to any member during any working day except Saturdays between 11:00 A.M. and 5:00 P.M.

The proposed change will in no way be detrimental to the interest of any member of public, employees or any other person in any manner whatsoever.

The Board is of the opinion that the aforesaid Resolution is in the best interest of the Company and hence, commends the above resolution for your approval as a special resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution, except to the extent of shareholding held by them in the Company, if any.

ITEM NO.2:

Your Company is striving to establish a mark in the mission 'National Electric Mobility Mission Plan (NEMMP) 2020' announced by the Government of India, the mission which aims at reduction of the Pollution level drastically by encouraging use of Electric Vehicles. The Company started commercial delivery of electric buses during the previous FY 2017-18 and became the first company to deliver electric buses in India The Company has now received new orders for 160 Electric Buses. Several state transport customers are now actively considering inducting electric buses in their fleet. At present, the Company is having two models of Electric Buses but intends to introduce new models this year. Apart from its focus on electric vehicles, the Company also plans to expand its existing capacity for production of polymer insulators.

To expand production facilities for manufacture of Electric Vehicles and Insulators, develop new products, own and /or operate electric vehicles, augment the working capital and make investments in related areas; the Company proposes to raise additional funds upto Rs.560 Crores (Rupees Five Hundred and Sixty Crores only) by issue of further equity shares on rights basis to the members as on the record date, on a 1:1 basis i.e., for every one existing equity share of Rs.4/- (Rupees Four only) held by such members as aforesaid, one equity share of Rs.4/- (Rupees Four only) each at a premium of Rs. 96/- (Rupees Ninety Six only) per equity share shall be offered on rights basis through the letter of offer to be issued in this connection by the Company. The actual size of the rights issue may vary based on the increase in the paid up capital , if any, prior to the Record Date as a result of the existing warrant holders exercising their option on the outstanding 54,00,000 Warrants to be issued and allotted equal number of equity shares.

In pursuance of Section 62 of the Companies Act, 2013 and rules thereof and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended and other relevant rules and regulations thereof, approval of the members are sought for the issue of equity shares on rights basis as set out in Item No.2 of the Notice.

Your directors commend the resolution for approval by the members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in this Item of business, except to the extent of shares that might be offered to them on rights basis as Shareholders of the Company.

ITEM NO 3 & ITEM NO 4.

The Members may kindly note that in the Extraordinary General Meeting of your Company held through Postal Ballot via Notice dated 04.08.2014, the Shareholders had authorized the Board of Directors - to borrow up to Rs.150 Crores (Rupees One Hundred and Fifty Crores only) under Section 180(1)(c) of the Companies Act, 2013 as well as to secure the same by suitable mortgage/ charge on all or any of the movable and or immovable properties, regarded as disposal of the Company‘s Undertaking(s) under Section 180(1)(a) of the Companies Act, 2013 not exceeding Rs.150 Crores (Rupees One Hundred and Fifty Crores only).

As the Company is expanding its business operations, it may require huge funds to meet its business requirements and hence borrowing limits of Rs.150 crores (Rupees One Hundred and Fifty Crores only) may be enhanced to Rs.1,000 Crores (Rupees One Thousand Crores only) to meet it’s fund requirement from various resources and/or creation of security on assets of the company by whatsoever manner. Pursuant to Section 180(1)(c) and Section 180(1)(a) of the Companies Act, 2013 any increase in the borrowing limits thereunder and limits in relation to creation of security on assets of the company for such borrowings beyond the existing limits would require the approval of the shareholders’ by way of special resolution and hence this items of business is placed for the consideration of the shareholders. Your directors commend the said resolutions listed as Item No.3 and Item No.4 for your approval.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution, except to the extent of shareholding held by them in the Company, if any.

ITEM NO. 5:

In the Extraordinary General Meeting held on 09th September, 2017, Shareholders had approved the issue of Equity shares on Preferential basis to certain proposed subscribers who belong to the Non promoter category on such terms and conditions as were set forth in the explanatory statement pertaining to the said proposal. However inadvertently the pre issue holding of M/s. Indianivesh Capitals Limited and Mr. Samit Bhartia in the explanatory statement to Item No. 1 of the Notice of Extraordinary General Meeting held on 09th September, 2017 was disclosed as Nil, which should have actually been read as set out in the resolution. Under its letter dated September 28, 2017 granting 'in-principle' approval for the shares issued on preferential basis as aforesaid, the BSE Limited has advised the Company to disclose the pre and post shareholding and post percentage shareholding of M/s. Indianivesh Capitals Limited and Mr. Samit Bhartia in compliance with the undertaking given, before seeking approval for listing of equity shares allotted so as to be in compliance with Regulation 73 (1) (e) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.Hence the same is being disclosed as required.

S. No	Details of Subscriber	Category of Sub-scriber	Pre issue		No. of Equity Shares Proposed to be allotteed	Post Issue	Post Issue % of holding		Beneficial Ownership
			No. of Shares	% of hold-ing		No. of Shares	Before Conversion of Warrants	After Conversion of Warrants	
1	M/s. Indianivesh Capitals Ltd	Listed Company (Non Promoter)	66,000	0.18	8,00,000	8,66,000	1.73	1.56	**Promoters – 74.59%** i) Indanivesh Limited (Listed Company). ii) Artha Sri Investment Consultants LLP ● Mr. Anil Bafna ● Ms. Pramila Bafna ● Ms. Anisha Bafna iii) Rajesh Nuwal HUF ● Mr. Rajesh Nuwal - Kartha ● Ms. Snehalata Nuwal - Coparcener ● Mr. Aayushman Nuwal - Coparcener ● Mr. Aashka Nuwal - Coparcener **Public – 25.41%**
2.	Mr.Samit Bhartia	Individual (Non Promoter)	5,000	0.014	7,00,000	7,05,000	1.40	1.27	-

Your Board commends the resolution at Item No.5 for the approval of the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution, except to the extent of shareholding held by them in the Company, if any.

ITEM NO.6:

In the Extraordinary General Meeting held on 09th September, 2017, Shareholders had approved the issue of Employee Stock Options not exceeding 27,00,000 for the benefit of such persons who are in permanent employment of the Company. In terms of the Exercise Price or Pricing formula set out in the explanatory statement to the Item No.3 of the notice of the Extraordinary General Meeting held on 09th September, 2017, the exercise price shall be equal to the market price at which the options are granted per Employee Stock Option, with a right to the option grantee to convert it into one equity share of a face value of Rs.4/- (Rupees Four only) each.

In pursuance of the Employee Stock Option Plan approved at the Extraordinary General Meeting held on 09th September, 2017 no stock options have been granted till date by the Company. In view of the proposed further issue of shares on rights basis, which would result in the issued and paid up capital of the Company being enhanced substantially, a need has arisen to adjust for such further shares by considering increase in the number of total stock options under the Employee Stock Option Plan from 27,00,000 options to 54,00,000 options.

Considering that the spirit of any employee stock option scheme is to reward the employees besides providing an incentive to retain their employment with the Company the Board felt a need to change the pricing criteria by authorizing the compensation committee to fix the price considering the various factors at time of making grants. Hence in order to comply with applicable regulations, the proposed amendment has been proposed which requires the approval of shareholders. The above amendment is not adverse to the interests of the employees and is proposed as a measure of benefit to such employees.

None of the Directors, Key Managerial Personnel and the relatives of the aforesaid persons of the Company are interested or concerned in the resolution financially or otherwise except to the extent of any stock options that may be granted to such persons.

ITEM NO.7:

In pursuance of the applicable Rules issued under the Companies Act, 2013, the name of the Company has to reflect the main and predominant business of the company. Considering that the Company has diversified and has made its presence in the new Business of assembly, manufacture, sales, marketing and after sales service of electric buses which is expected to change the business profile of your Company; the Board of Directors of the Company in its meeting held on 13th September,2017 decided to change the name of the Company from “Goldstone Infratech Limited” to “OLECTRA GREENTECH LIMITED” .

The Directors believe that the change in the name of the Company which is being undertaken as part of corporate rebranding would make the name of the Company reflect the current focus of the Company.

The name “OLECTRA GREENTECH LIMITED” has been duly approved and made available for changing the name by the Registrar of Companies, Andhra Pradesh & Telangana vide its name approval letter dated 21st May, 2018 which is valid for 60 days.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/ stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

As per the provisions of Sections 13 of the Companies Act, 2013, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution. Hence, the resolution is put up for shareholders approval.

The altered copy of the Memorandum of Association of the Company will be available for inspection at the registered office of the Company to any member during any working day except Saturdays between 11:00 A.M. and 5:00 P.M.

The proposed change will in no way be detrimental to the interest of any member of the public, employees or any other person in any manner whatsoever.

The Board is of the opinion that the aforesaid Resolution is in the best interest of the Company and hence, commends the above resolution for your approval as a special resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution, except to the extent of shareholding held by them in the Company, if any.

ITEM NO. 8

The Company has already forayed into the business of assembly, manufacture, sales, marketing and after sales service of electric buses and after considering the present and future demand, various initiates of the Government of India to promote the usage of the Electric Vehicles for environmental protection with a view to avoide pollution; the Company feels it is a promising area which offers huge opportunities.

Hence to take advantage of the opportunities and to become a market leader in this area, the company proposes to expand its product portfolio in new electric and energy vehicles business. To enable the Company to carry on the aforesaid activities, it is proposed to seek a more appropriate, specific, comprehensive and extensive scope of Object Clause that reflects the present and future activities of the company and it would enable the Company to make an increased presence in the Electric and other new energy vehicles market.

In order to enable the company to do so, it is required to alter the Object clause of the Memorandum of Association of the Company in the manner provided in Item No.8 to the Notice so as to enable the Company to tap all emerging opportunities in the electric and new energy vehicles, energy storage equipment etc.,.

Your approval is sought in terms of the provisions of Section 13 of the Companies Act, 2013.

A copy of the existing Memorandum of Association of the Company along with the proposed draft amendments is available for inspection at the Registered Office of the Company on all working days except Saturdays between 11:00 A.M. and 5:00 P.M.

None of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the Special Resolution, except to the extent of shareholding held by them in the Company, if any.

ITEM NO.9:

As per recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 12th December, 2017 appointed Mr. N K Rawal as Managing Director of the Company for a Period of 5 years with effect from 12th December, 2017 subject to approval of Members of the Company.

Having regard to the financial performance of the Company during the current financial year, there may be inadequacy of profits for payment of managerial remuneration beyond the ceiling specified in Section I of Part II of Schedule V to the Companies Act, 2013. Accordingly, approval for payment of remuneration to Mr N K Rawal is being sought from the shareholders by way of Special resolution under Item No. 9 of the Notice for the General Body Meeting for a period not exceeding three years from the date of his appointment to the office of Managing Director with effect from 12th December, 2017 under Section II of Part II of Schedule V to the Companies Act, 2013.

Your Board confirms that the Company has not made any default in repayment of any of its debts as specified in sub-clause (ii) of the second proviso to clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013 and is complying with all the conditions as provided in Rule 7(2) of the Companies (Appointment and Remuneration) Rules, 2014.

Disclosures as per sub clause (iv) of the second proviso to clause (B) of Section II of Part-II of Schedule V to the Companies Act, 2013.

I. GENERAL INFORMATION: (About Company)

i) Nature of Industry;

The operations of the Company would come under the purview of manufacturing, and selling of Composite Insulators and Electric Vehicles.

ii) Date or expected date of commencement of commercial production.

The Company started its commercial operations on 11.10.2000

iii) Financial performance based on given indicators.

S. No.	Particulars	Amount In Crores (For the Financial Year)			2017-18 (Nine months -Un-audited)
		2014-15	2015-16	2016-17	
1.	Revenue from operations	92.15	92.96	104.88	113.77
2.	Profit before tax	6.43	8.19	9.60	4.45
3.	Profit after tax	4.91	5.80	6.01	3.17
4.	Paid-up Capital (including share application money)	14.43	14.43	14.43	30.88
5.	Reserves	65.97	71.77	77.78	188.78

iv) Foreign investments or collaborations if any.

The Company has a cooperation agreement with BYD Auto Industry Co Ltd, China for assembly, manufacture, sales, marketing and aftersales service of Electric Buses in India.

II. INFORMATION ABOUT THE APPOINTEE:

i) Background details:

Mr. N K Rawal is a qualified engineer B.E. (Elec) and a Chartered Financial Analyst, having more than 33 years of experience in Solar PV, wireless and wireline telecommunication equipment& software, Power plant, Power transmission products and electric vehicles.

ii) Past remuneration:

Mr. N K Rawal`s past annual remuneration was Rs. 99,74,200/- (Rupees Ninety Nine Lakhs Seventy Four Thousand Two Hundred only)

iii) Recognition or awards;

Long service record.

iv) Job profile and suitability:

Considering experience of Mr. N. K Rawal in the field of Power plant, Power transmission equipment and Electric Vehicles; the Board is of the view that, his rich experience and knowledge of the Industry, would help the Company not only in the power transmission products but also in the field of of electric vehicles.

v) Remuneration proposed;

As set out in the resolution under Item No. 9 of the Notice.

vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person;

The Nomination & Remuneration Committee of the Board and the Board of Directors considering the size of the Company, the profile of Mr N K Rawal, the responsibilities to be shouldered by him and the industry benchmark, approved payment of the remuneration as detailed in the resolution set out in Item No. 9 of the Notice, against the background of the general trend of managerial remuneration in the electric vehicles industry in the past few years.

vii) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:

Mr. N K Rawal has no other pecuniary relationship with the company either directly or indirectly or any relationship with the managerial personnel .

III. OTHER INFORMATION:

i) Reasons for loss or inadequate profits:

The Company is a pioneer in Indian Composite Insulators Business in India. During the year 2016-17, in spite of increase in cheap imports, the Company was able to record good financial/ operational performance. The Company has ventured into manufacture of electric buses and has started commercial supplies in the current FY2017-18. Due to initial low volumes and high marketing cost, the margins are low.

ii) Steps taken or proposed to be taken for improvement:

The Company is augmenting its capacity in insulator Business to cater to growing domestic and export markets. In the new business of electric buses, the Company has received new orders for 160 Buses. Several customers are now actively considering inducting electric buses in their fleet. With these developments, the volume of Electric Buses is expected to grow significantly and this business of Electric Buses is expected to start contributing to the profits from FY 2018-19 onwards.

iii) Expected increase in productivity and profits in measurable terms:

In view of the steps initiated for expansion of insulator business and expanding market size of electric buses, the Company expects higher growth in revenues and profitability of the Company in FY 2018-19.

DISCLOSURE:

Subject to approval of the shareholders, the Board has fixed the remuneration/ perquisites/ benefits payable to the aforesaid Mr.N K Rawal, Managing Director from 12th December, 2017, as follows:

1. Name of the appointee: Mr.N K Rawal
2. Designation: Managing Director
3. Tenure: 5 (Five) years w.e.f.12th December, 2017
4. Salary: Rs.6,00,000/- (Rupees Six Lakhs only) per month.
5. Perquisites;
   - i) House Rent Allowance Rs.2,40,000/- (Rupees Two Lakhs Forty Thousand only) per month.
   - ii) Other allowances like Maintenance, LTA, Conveyance, Subscription to Professional journals and Medical etc.,; not exceeding Rs.1,60,000/- (Rupees One Lakh Sixty Thousand only) per month. (Rupees One Lakh Sixty Thousand only).

iii) Company's contribution towards Provident Fund and payment of Gratuity as per applicable laws. Such contribution to the Provident Fund to the extent it singly or together are not taxable under the Income Tax Act, 1961 and towards gratuity at a rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of the tenure shall not be included in the computation of the ceiling on remuneration specified in Section II of Part II of Schedule V to the Companies Act, 2013 Company's contribution towards Medical Insurance Policy for self and family subject to a ceiling of Rs. 30,000/- (Rupees Thirty Thousand only) per annum.

iv) Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be chargeable to Mr. N K Rawal.

No stock options have been given to Mr. N K Rawal.He is holding 10,000 equity shares in the Company. The report on corporate governance in the annual report would indicate the remuneration paid to the managerial personnel as well as to all other directors.

Your Directors commend the resolution for your approval.

MEMORANDUM OF INTEREST

Other than Mr N K Rawal, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise in this item of business.

ITEM NO-10

As per recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 23rd May, 2018 appointed Mr. N. Naga Satyam as Executive Director of the Company for a Period of 3 years with effect from 23rd May, 2018 subject to approval of Members of the Company.

Having regard to the financial performance of the Company during the current financial year, there may be inadequacy of profits for payment of managerial remuneration beyond the ceiling specified in Section I of Part II of Schedule V to the Companies Act, 2013. Accordingly, approval for payment of remuneration to Mr. N. Naga Satyam is being sought from the shareholders by way of Special resolution under Item No. 10 of the Notice for the General Body Meeting for a period not exceeding three years from the date of his appointment to the office of Executive Director with effect from 23rd May, 2018 under Section II of Part II of Schedule V to the Companies Act, 2013.

Your Board confirms that the Company has not made any default in repayment of any of its debts as specified in sub-clause (ii) of the second proviso to clause (B) of Section II of Part II of Schedule V to the Companies Act, 2013 and is complying with all the conditions as provided in Rule 7(2) of the Companies (Appointment and Remuneration) Rules, 2014.

Disclosures as per sub clause (iv) of the second proviso to clause (B) of Section II of Part-II of Schedule V to the Companies Act, 2013.

I. GENERAL INFORMATION: (About Company)

ii) Nature of Industry;

The operations of the Company would come under the purview of manufacturing, and selling of Composite Insulators and Electric Vehicles.

ii) Date or expected date of commencement of commercial production.

The Company started its commercial operations on 11.10.2000.

iii) Financial performance based on given indicators.

S. No.	Particulars	Amount In Crores (For the Financial Year)			2017-18 (Nine months -Un-audited)
		2014-15	2015-16	2016-17	
1.	Revenue from operations	92.15	92.96	104.88	113.77
2.	Profit before tax	6.43	8.19	9.60	4.45
3.	Profit after tax	4.91	5.80	6.01	3.17
4.	Paid-up Capital (including share application money)	14.43	14.43	14.43	30.88
5.	Reserves	65.97	71.77	77.78	188.78

iv) Foreign investments or collaborations if any.

The Company has a cooperation agreement with BYD Auto Industry Co Ltd, China for assembly, manufacture, sales, marketing and aftersales service of Electric Buses in India.

II. INFORMATION ABOUT THE APPOINTEE:

i) Background details:

Mr. N. Naga Satyam, President (Strategy & Business Development) holds Graduate Degree in Computer Science and MBA in Marketing. He has been associated with the Company for last 21 years handling various businesses of the Company including cable jointing kits, insulators and electric buses. He has been actively involved in expanding various businesses of the Company.

ii) Past remuneration:

Mr. N. Naga Satyam's past annual remuneration was Rs. 60,00,000/- (Rupees Sixty Lakhs only)

iii) Recognition or awards;

Has been associated with the Company for last 21 years.

iv) Job profile and suitability:

Considering experience of Mr. N. Naga Satyam in the field of telecom equipment covering cable jointing kits, Polymer Insulators and electric mobility; the Board is of the view that, his rich experience and knowledge of the Industry, would help the Company not only in the power transmission products but also in the field of electric vehicles.

v) Remuneration proposed;

As set out in the resolution under Item No. 10 of the Notice.

vi) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person;

The Nomination & Remuneration Committee of the Board and the Board of Directors considering the size of the Company, the profile of Mr. N. Naga Satyam, the responsibilities to be shouldered by him and the industry benchmark, approved payment of the remuneration as detailed in the resolution set out in Item No. 10 of the Notice, against the background of the general trend of managerial remuneration in the electric vehicles industry in the past few years.

vii) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:

Mr. N. Naga Satyam has no other pecuniary relationship with the company other than being an employee of the Company either directly or indirectly or any relationship with the managerial personnel.

III. OTHER INFORMATION:

i) Reasons for loss or inadequate profits:

The Company is a pioneer in Indian Composite Insulators Business in India. During the year 2016-17, inspite of increase in cheap imports, the Company was able to record good financial/ operational performance. The Company has ventured into manufacture of electric buses and has started commercial supplies in the current FY2017-18. Due to initial low volumes and high markeing cost, the margins are low.

ii) Steps taken or proposed to be taken for improvement:

The Company is augmenting its capacity in insulator Business to cater to growing domestic and export markets. In the new business of electric buses, the Company has received new orders for 160 Buses. Several customers are now actively considering inducting electric buses in their fleet. With these developments, the volume of Electric Buses is expected to grow significantly and this business of Electric Buses is expected to start contributing to the profits from FY 2018-19 onwards.

iii) Expected increase in productivity and profits in measurable terms:

In view of the steps initiated for expansion of insulator business and expanding market size of electric buses, the Company expects higher growth in revenues and profitability of the Company in FY 2018-19.

DISCLOSURE:

Subject to approval of the shareholders, the Board has fixed the remuneration/ perquisites/ benefits payable to the aforesaid Mr.N. Naga Satyam, Executive Director from 23rd May, 2018, as follows:

1. Name of the appointee: Mr. N. Naga Satyam
2. Designation: Executive Director
3. Tenure: 3 (Three) years w.e.f. 23rd May, 2018
4. Salary: Rs.5,00,000/- (Rupees Five Lakhs only) per month.
5. Perquisites;

   i) House Rent Allowance Rs.2,00,000/- (Rupees Two Lakhs only) per month.

   ii) Other allowances like Maintenance, LTA, Conveyance, Subscription to Professional journals and Medical etc: not exceeding Rs.1,33,334/- (One Lakh Thirty Three Thousad Three Hundred and Thirty Four only) per month.

   iii) Company's contribution towards Provident Fund and payment of Gratuity as per applicable laws. Such contribution to the Provident Fund to the extent it singly or together are not taxable under the Income Tax Act, 1961 and towards gratuity at a rate not exceeding half a month's salary for each completed year of service and encashment of leave at the end of the tenure shall not be included in the computation of the ceiling on remuneration specified in Section II of Part II of Schedule V to the Companies Act, 2013 Company's contribution towards Medical Insurance Policy for self and family subject to a ceiling of Rs.30,000/- (Rupees Thirty Thousand only) per annum.

iv) Provision of car for use on Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purposes shall be chargeable to Mr. N. Naga Satyam.

No stock options have been given to Mr. N. Naga Satyam. He is holding 25,000 equity shares in the Company. The report on corporate governance in the annual report would indicate the remuneration paid to the managerial personnel as well as to all other directors.

Your Directors commend the resolution for your approval.

MEMORANDUM OF INTEREST

Other than Mr. N. Naga Satyam, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise in this item of business.

ITEM NO.11;

Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company have appointed Justice Mrs. Gyan Sudha Misra (Retd.) as a Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to consent by the Members of the Company at the ensuing General Meeting. As an Additional Director, Justice Mrs. Gyan Sudha Misra (Retd.) holds office till the date of the ensuing Annual General Meeting to be held for the year 2017-18 and is eligible for being appointed as an Independent Director. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the "Act") from a Member signifying his intention to propose the appointment of Justice Mrs. Gyan Sudha Misra (Retd.)as a Director of the Company. The Company has also received a declaration from Justice Mrs. Gyan Sudha Misra (Retd.) confirming that she meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Justice Mrs. Gyan Sudha Misra (Retd.)is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director of the Company.

In the opinion of the Board, Justice Mrs. Gyan Sudha Misra (Retd.)fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and she is independent of the management.

Justice Mrs. Gyan Sudha Misra (Retd.), Retd. Justice Supreme Court of India, served as a Judge of the Supreme Court of India. She served as the Chief Justice of Jharkhand High Court, prior to which she has also served as a Judge of Patna High Court and Rajasthan High Court. Before joining the Judiciary, she practiced law for around 21 years in the Supreme Court of India specializing in civil, criminal & constitutional matters. She holds Graduate Degree in Law and Post Graduate Degree in Political Science from the Patna University.

A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the registered office of the Company during business hours on any working day and is also available on the website of the Company *www.goldstonepower.com*.

Justice Mrs. Gyan Sudha Misra (Retd.) is not related to any other Director and Key Managerial Personnel of the Company.

Except Justice Mrs. Gyan Sudha Misra (Retd.), none of the Directors, Key Managerial Personnel and their relatives, in any way, concerned or interested in the said resolution.

The resolution as set out in item No. 11 of this Notice is accordingly commended for your approval.

GOLDSTONE INFRATECH LIMITED

Regd. Office: Centre Point Building, 4th Floor,
Plot # 359 to 363/ 401, US Consulate Lane, Begumpet,
Secunderabad- 500003, Telangana, India. Tel. 91-40-46989999
E-mail id: info@goldstone.net | website: www.goldstonepower.com

POSTAL BALLOT FORM

(Kindly refer to the instructions specified under Notes and Instructions) Serial No.

1. Name and registered address of the sole/
   First named Shareholder

2. Name(s) of Joint shareholder(s) if any
   (in block letters)

3. Client Id & DP Id/ Folio No*
   *(Applicable to investors holding shares in physical form)

4 Number of Equity Shares held

5. I/We hereby exercise my / our vote in respect of the following resolution to be passed through Postal Ballot for the business stated in the Notice of the Company dated 23rd May, 2018 by conveying my/our assent or dissent to the said Resolution by placing the tick mark (✓) in the appropriate box(es) below :

S. No	Description	No. of Shares	I/We Assent to the Resolution (FOR)	I/We Dissent to the Resolution (AGAINST)
1.	Increase of authorized share capital of the company and alteration of capital clause of memorandum of association of the company.			
2.	Issue of equity shares on rights basis.			
3.	To enhance the borrowing limits of the board or a committee thereof from Rs.150 crores to Rs.1,000 crores.			
4.	To authorize the board or a committee thereof to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the company, both present and future.			
5.	Correction in explanatory statement pertaining to pre issue and post issue shareholding and post issue percentage shareholding of M/s. Indianivesh Capitals Ltd and Mr. Samit Bhartia.			
6.	Revision to the terms of the Employees Stock Option Scheme.			
7.	Change of name of the Company.			
8.	To consider and approve the alteration of main Object Clause III(A)			
9.	Appointment of Mr. N K Rawal as Managing Director.			
10.	Appointment of Mr. N. Naga Satyam as Executive Director.			
11.	Appointment of Justice Mrs. Gyan Sudha Misra (Retd.) As an Independent Director.			

Place :
Date : (Signature of the shareholder)

Notes:

1. Last date for receipt of Postal Ballot form by the Scrutinizer is 28th June, 2018.
2. Please read the Instructions and notes before completing this form.

IMPORTANT INSTRUCTIONS

1. The voting rights for the Equity Shares are one vote per Equity Share registered in the name of the Shareholders/Beneficial Owners.
2. Voting by Postal Ballot, in the physical form or remote e-voting, can be exercised only by the Shareholder or his/her duly constituted attorney or in case of bodies corporate, the duly authorized person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.
3. The result of the voting on the resolutions will be declared at the Registered Office of the Company on 30th June, 2018 at 05.00 P.M.
4. Kindly note that the Members can opt for only one mode of voting, i.e, either by Physical Ballot or remote e-voting. If you are opting for remote e-voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by Physical Ballot and remote e-voting, the vote cast through remote e-Voting shall only be considered and the voting through physical postal ballot shall not be considered by the Scrutinizer.
5. Shareholders who receive Notice of Postal Ballot electronically and who wish to vote through Physical Ballot, may request the Company's RTA for the Physical Ballot Form or can download the Postal Ballot Form from the Company's website (www.goldstonepower.com) and the duly completed Postal Ballot Form should reach the Scrutinizer not later than the last date for voting mentioned above.
6. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

Any query in relation to the Resolution proposed to be passed by Postal Ballot may be sent to:

The Company Secretary, *Regd Office. Centre Point Building, 4th Floor, Plot # 359 to 363/ 401, US Consulate Lane, Begumpet, Secunderabad- 500003, Telangana, India. Tel.91-40-46989999, or at, E-Mail;cs@goldstone.net.*

INSTRUCTIONS FOR VOTING BY PHYSICAL POSTAL BALLOT FORM

1. A shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form (no other form is permitted) in all respects and send it after affixing his/her signature to the Scrutinizer in the attached self-addressed postal pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier, at the expense of the Members will also be accepted. Members are requested to convey their assent or dissent in this Postal Ballot Form only. The assent or dissent received in any other form or manner shall be considered as invalid.
2. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address to which the same needs to be dispatched.
3. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar/Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with Registrar/Depository) by the first named Member and in his/her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA or enclosing an attested copy of the POA. Unsigned Postal Ballot Form will be rejected. Please note that postal ballot shall not be signed by a proxy.
4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 6.00 P.M. on 28th June, 2018. Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
5. In case of equity shares held by companies, trusts, societies, etc, the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution/ authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
6. Shareholders are requested not to send any paper (other than the Resolution/authority as mentioned under instruction above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope, the same would not be considered and would be destroyed by the Scrutinizer.
7. There will be only one Postal Ballot Form for every folio/client ID irrespective of the number of the joint Members. On receipt of the duplicate Postal Ballot Form, the original will be rejected.
8. A Member may request for a duplicate Postal Ballot Form, if so required or can download the Postal Ballot Form from the Company's website (www.goldstonepower.com) and the duly completed Postal Ballot Form should reach the Scrutinizer not later than the last date for voting mentioned above.
9. The vote should be cast either in favour of or against by putting the tick (√) mark in the column provided for assent or dissent. Postal Ballot Form bearing (√) in both the columns will render the Form invalid.
10. Incomplete, unsigned or improperly or incorrectly filled Postal Ballot Form shall be rejected.
11. The Managing Director and in his absence any person authorized by the Board of Directors will announce the result of the postal ballot at the registered office on 30th June, 2018 at 05.00 P.M. The date of declaration of the results of postal ballot will be taken to be the date of passing of the resolution.
12. The results of the postal ballot along with the Scrutunizer's report will be placed on the website of the Company at www.goldstonepower.com and on the Notice Board at the Registered Office of the Company.

INSTRUCTIONS FOR E-VOTING

The business as set out in the Notice may be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility as an alternate to its members to cast their votes electronically on all resolutions set forth in the Notice of Postal Ballot. The Company has engaged the services of Central Depository Services India Limited (CDSL) to provide the e-voting facility.

The Members whose names appear in the Register of Members / List of Beneficial Owners as on 18th June, 2018 (cut-off date), are entitled to vote on the resolutions set forth in this Notice.

The e-voting period will commence on Wednesday, 30th May, 2018 (10.00 a.m. IST) and ends on Thursday 28th June, 2018 (5.00 p.m. IST).

During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Members will not be able to cast their votes electronically beyond the date & time mentioned above.

1. The e-voting facility will be available at the link www.evotingindia.com during the voting period.
2. The procedure and instructions for e-voting are as follows:

A. In case of members receiving e-mail (for members whose e-mail address are registered with the Company/Registrars)

(i) The shareholders should log on to the e-voting website www.evotingindia.com.

(ii) Click on Shareholders.

(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 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) ● 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)	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. ● 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 (iii).

(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 for the relevant "Goldstone Infratech Limited" 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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvi) 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.

(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 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 emailed to helpdesk.evoting@cdslindia.comand 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) Shareholders can also cast their vote using CDSL's mobile app "m-Voting"available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

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

B. In case of members receiving the physical copy of notice (for members whose e-mail ids are not registered with the Company/Depositories):

Please follow all the steps from S.No.(i) to S.No. (xvii) to cast vote

By Order of the Board
For Goldstone Infratech Limited

Sd/-
P. Hanuman Prasad
Company Secretary

Place : Secunderabad
Date : 23rd May, 2018