pulz®

To,

Date: 20th September, 2018

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051

Symbol: PULZ

Sub: Notice of Postal Ballot

Dear Sir/Madam,

The Board of Directors of the Company, in their meeting held on Friday, 07th September, 2018, have recommended for the consent and approval of the Members of the Company for the special business as mentioned in following notice, by way of Postal ballot (including e-voting).

Kindly take the same on your record and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For Pulz Electronics Limited

PULZ ELECTRONICS LIMITED MUMBAI

Mihir Doshi
Chief Financial Officer

Pulz Electronics Ltd.
(Formerly known as Pulz Electronics Pvt. Ltd.)
Corporate Office:
Kailashpati, 2nd Floor, Plot 10A, Veera Desai Road,
Andheri (W), Mumbai - 400 053. India.
T: +91 22 2673 2593
mumbai@pulz.co.in

www.pulz.biz

Registered Office:
46, Satish Mukherjee Road,
Kolkata 700 026. India.
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sound matters

CIN No.: U32109WB2005PLC104357

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NOTICE OF POSTAL BALLOT

[Pursuant to section 110 of the Companies Act, 2013]

Dear Members,

Notice is hereby given to the Members of Pulz Electronics Limited, pursuant to section 110 of the Companies Act, 2013 (the **"Companies Act"**), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the **"Management Rules"**) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to other applicable laws and regulations, for seeking consent/ approval of the Members of the Company in respect of the special business as mentioned at Item Nos. 1 to 4, through postal ballot.

An explanatory statement pursuant to Section 102 of the Companies Act and other applicable legal provisions, pertaining to the resolution(s) mentioned at Item No. 1 to 4 setting out the material facts and the reason thereof, is also appended. The said resolution(s) and explanatory statement are being sent to you along with a postal ballot form for your consideration.

The Company, in compliance with Rule 22(5) of the Management Rules, has appointed N.S. Gupta & Associates, Company Secretaries, as the scrutinizer for the postal ballot process.

Members holding shares (whether in demat form or in physical form) may vote either by way of postal ballot or by way of remote e-voting. In case Members wish to exercise their vote by using remote e-voting facility, they are required to follow the instructions as mentioned in this Notice. Members who wish to vote through postal ballot form are requested to read the instructions printed on the Postal Ballot Form.

SPECIAL BUSINESS

1. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION**

   Variation in terms of Objects of the Issue

   "RESOLVED THAT pursuant to the provisions of section 27 of the Companies Act, 2013 and other applicable provisions if any, rules, regulations and guidelines and other statutory provisions for the time being in force, approval of the members of the Company be and is hereby accorded to the Board of Directors (hereinafter called the "Board" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred hereunder) to vary, alter, modify, revise or amend one of the objects of the Initial Public Offering (IPO) of the Company as stated in the Red Herring Prospectus dated October 30, 2017, filed with the Registrar of Companies, Kolkata, West Bengal.

   RESOLVED FURTHER THAT approval of the members of the Company be and is hereby accorded for amending the object to upgrade the existing factory located in Palghar, and cater to the working capital requirements in place of Acquisitions and Strategic Initiatives as mentioned in the RHP.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any committee of directors or any other officer(s) / authorised representative(s) of the Company and to do all such acts, deeds, matters and things as may be necessary and incidental to give effect to the aforesaid resolution."

2. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION**

Approve continuation of Mr. Ramakrishnan Manden Kattil as the Chairman and Executive Director of the Company above 70 years of age.

"**RESOLVED THAT** pursuant to section 196(3) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company be and is hereby granted for continuation of holding of office of Chairman and Executive Director by Mr. Ramakrishnan Manden Kattil (DIN 00194891) who has attained the age of 70 (Seventy) years as on January 2, 2018, on the existing terms and conditions duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

3. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION**

Approve continuation of Mr. Naresh Gaind as the Independent Director of the Company above 70 years of age.

"**RESOLVED THAT** pursuant to the Nomination and Remuneration Policy of the Company and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company be and is hereby granted for continuation of holding of office of Independent Director by Mr. Naresh Gaind (DIN 07776333) who has attained the age of 70 (Seventy) years as on January 23, 2017, on the existing terms and conditions duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. **To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION**

Keeping registers, returns, etc. at corporate office/ other place.

"RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and pursuant to the provisions of Section 94(1) of the Companies Act, 2013 and all other applicable provisions and relevant rules, if any, consent of the Members of the Company be and is hereby accorded to keep the Register and Index of Members, pursuant to Section 88 of the Companies Act, 2013, and copies of all the Annual Returns pursuant to Section 92 of the Companies Act, 2013, together with the certificates and documents as the case may be required to be annexed thereto or any other documents as may be required, at the Corporate Office of the Company situated at Kailashpati, 2nd Floor, Plot 10A, Veera Desai Road, Andheri (W), Mumbai 400053, Maharashtra or at the office of the Registrar and Share Transfer Agents, Bigshare Services Pvt. Ltd., at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai 400059, Maharashtra.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Director or the Company Secretary of the Company be and are hereby authorised severally authorised to intimate to the Registrar of Companies and to do all such acts, deeds and things which are necessary for the purpose of giving effect to this resolution."

By order of the Board of Directors
For Pulz Electronics Limited

Mihir Doshi
Chief Financial Officer

Corporate Office:
Kailashpati, 2nd Floor, Plot 10A,
Veera Desai Road, Andheri (W),
Mumbai 400053

September 07, 2018, Mumbai

NOTES

1. The Explanatory Statements pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business under item nos. 1 to 4 is annexed hereto and also forms part of the Notice. Additional Information in respect of Directors seeking revision in term of appointment in terms of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings [SS-2] is provided as an Annexure to the Notice.

2. A copy of the Notice is also available on the website of the Company, at www.pulz.biz, the website of Bigshare Services Pvt. Ltd. at www.bigshareonline.com, the website of the National Securities Depository Limited at www.evoting.nsdl.com and on the website of National Stock Exchange of India Limited at www.nseindia.com.

3. The Postal Ballot notice is being sent to all the Members, whose names appear in the Register of members as received from the Registrar & Share Transfer Agent and List of Beneficial Owners as received from National Securities Depository Limited (NSDL)/ Central Depository Services (India) Limited (CDSL) as on 7th September, 2018. The voting shall be reckoned in proportion to the paid-up equity share capital held by the Members as on 7th September, 2018. The voting rights for the equity shares are one vote per equity share, registered in the name of the Member.

4. The Company has appointed N.S. Gupta & Associates, Company Secretaries, Mumbai as Scrutinizer for scrutinising the Postal Ballot process in a fair and transparent manner.

5. Members desiring to exercise their vote through the Postal Ballot form are requested to read carefully the instructions printed on the Postal Ballot Form.

6. The Members who are voting through Postal Ballot form must return the same duly completed in the enclosed postage prepaid self-addressed envelope. An unsigned Postal Ballot Form will be rejected. Postage will be borne and paid by the Company. However, Postal Ballot Form(s) if sent by courier or by registered post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) can also be deposited personally at the Corporate Office of the Company. The Postal Ballot Form(s) should reach the Scrutinizer not later than the close of working hours i.e., 5.00 p.m. on Tuesday, 23rd October, 2018 to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member.

7. In compliance with the provisions of Sections 108, 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) 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, the Company is pleased to provide to the Members, facility to exercise their

votes through electronic means and vote on the Resolution(s) through e-voting services provided by National Securities Depository Limited (NSDL).

8. **Voting through electronic means:**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in	16 Digit Beneficiary ID

demat account with CDSL.	For example, if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

Pulz Electronics Ltd.
(Formerly known as Pulz Electronics Pvt. Ltd.)
Corporate Office:
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T: +91 22 2673 2593
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Registered Office:
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www.pulz.biz

CIN No.: U32109WB2005PLC104357

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting System?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.nsgupta@gmail.com with a copy marked to evoting@nsdl.co.in.

2 It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event,

you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3 In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

9. In case, shares are jointly held, for the Members voting through physical Postal Ballot Form, the said form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/ her absence, by the next named member and for the Members voting through electronic means, e-voting to be done by the first named Member and in his/ her absence by the next named Member.

10. In case of shares held by Companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/ Authority letter etc. together with attested specimen signature(s) of the duly authorised signatory/ies, giving requisite authority to the person voting on the Postal Ballot Form, in case the voting is done in the physical form. In case, the said Members are voting through electronic means, they are requested to send the aforesaid documents together with the specimen signature of authorised signatory to the scrutinizer through e-mail at cs.nsgupta@gmail.com

11. The vote (through physical Postal Ballot Form/ e-voting) in this Postal Ballot Process cannot be exercised through proxy.

12. **Kindly note that Members can opt for only one mode of voting i.e., either by Postal Ballot Form or remote E-voting. In case of receipt of vote by both the modes, voting through remote E-voting shall prevail and voting by Postal Ballot Form shall be treated as invalid.**

13. Any query in relation to the Resolution(s) proposed to be passed by Postal Ballot may be sent to the Company Secretary, Pulz Electronics Limited, at the Corporate Office of the Company at Kailashpati, 2nd Floor, Plot 10A, Veera Desai Road, Andheri (W), Mumbai 400053 or at e-mail id – kanika@pulz.co.in.

14. The Scrutinizer shall submit their report to the Chairman & Executive Director or in his absence to the Managing Director, after scrutiny of the Postal Ballot Forms and voting by the Members through electronic means and the consolidated results of the voting shall be declared by the Chairman & Executive Director and in his absence by the Managing Director on 29th October, 2018, at the Registered Office of the Company at 46, Satish Mukherjee Road, Kolkata 700026 and at the Corporate Office of the Company at Kailashpati, 2nd Floor, Plot 10A, Veera Desai Road, Andheri (W), Mumbai 400053. The resolution(s) will be taken as passed on the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting i.e., 23rd October, 2018, "deemed date of passing of the resolution(s)", if the result of the postal ballot indicates that the requisite majority of the Members has assented to the resolution(s). The

result of the voting by Postal Ballot shall be posted on the website of the Company i.e., www.pulz.biz, besides communicating to the National Stock Exchange of India Limited.

15. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot will be final.

16. All relevant documents referred in the Postal Ballot Notice shall be open for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and public holidays) between 10.00 a.m. to 5.00 p.m. upto the last date of receipt of Postal Ballot forms as specified in this notice.

17. In case a Member has not received the Postal Ballot Form or is otherwise desirous of obtaining a printed postal ballot form or a duplicate copy, he/ she may send an e-mail to the Company at kanika@pulz.co.in.

18. Postal Ballot Notice is being sent to the Members in electronic form to the e-mail addresses registered with their Depository Participants or Registrar & Share Transfer Agents. For Members whose e-mail IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with postage prepaid self-addressed envelope.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013

Item No. 1:

Pursuant to the approval of the Board and the members of the Company received in 2017, the Company had undertaken an IPO of its equity shares (the **'issue'**). Proceeds from the issue were Rs. 392.04 Lakhs (the **'Issue Proceeds'**). The Company had, in terms of Prospectus, proposed to utilise the Issue Proceeds towards (i) Acquisitions and Other Strategic Initiatives; (ii) General Corporate Purpose; and (iii) Issue Expenses (the **'Objects'**) and the amount of utilization of the said proceeds as on March 31, 2018 is as given below:

As at 31st March, 2018, the status of utilization of IPO proceeds is as follows:				**Amount in lakhs**
Objects as stated in the prospectus	**Projected Utilization of proceeds as per prospectus**	**Actual Utilization of proceeds upto 31/03/2018**	**Variations, if any, upto 31/03/2018**	**Deviations, if any, upto 31/03/2018**
Acquisitions and other strategic initiatives	250.99	0	Nil	Nil
General Corporate Purpose	96.05	96.05	Nil	Nil
Issue Expenses	45.00	38.868	Nil	Nil
Total	**392.04**	**134.918**	**Nil**	**Nil**

Whilst the Company has made best efforts to utilise the issue proceeds as per the terms of the Issue, Rs. 250.99 Lakhs allotted to the object 'Acquisitions and Strategic Initiatives', is still pending to be utilised as of September 07, 2018 (the **'Unutilised Amount'**). The Board has deposited the said unutilised amount in a fixed deposit account with Punjab Maharashtra Co-operative Bank which is a Scheduled Commercial Bank included in the second schedule of the Reserve Bank of India Act, 1934, towards interim use of funds as mentioned in the Prospectus and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009.
Your Company intended to acquire a Company ('acquiring Company') which manufactures speaker drivers, as our does not have any in-house driver manufacturing and the acquisition would have helped the business in backward integration and expansion of its export business.

After lengthy negotiations with the promoters of the acquiring Company and detailed due diligence it was found that:

a. after the demise of the chief promoter of the acquiring Company, the business has not been managed properly by the family members and has been on decline;
b. the Intellectual Property is not registered by the acquiring Company;
c. no purchase, sale or ownership documents were found for the Brand procured by the acquiring Company;
d. liabilities of the acquiring Company were found much larger than what was originally projected.

Taking into consideration the above findings, the Audit Committee and the Board of Directors of the Company propose to vary one of the terms of Objects of the issue, Acquisition and Strategic Initiatives as referred to in the Prospectus and recommend the below Objects:

Sr. No.	Proposed Objects	Amount in lakhs
1	Upgradation of the existing factory located at Palghar	150.99
2	General Corporate Purpose (Working Capital)	100
Total		**250.99**

The Board of Directors of the Company further assure that the aforesaid objects shall be achieved within one year from the date of approval received from the shareholders of the Company by way of a Special Resolution.

Risk Factors

Any of the following risks, individually or together could adversely affect our business, financial conditions, results of operations or prospects. The actual results may differ materially from those suggested by the proposed objects due to risks or uncertainties associated with the expectations with respect to, but not limited to, regulatory changes pertaining to electronics industry in India where the Company has businesses and its ability to respond to them, its ability to successfully

implement its strategy, its growth and expansion, technological changes, its exposure to market risks, general economic and political conditions in India which have an impact on its business activities or investments, the monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally, changes in domestic laws, regulations and taxes and changes in competition in its industry. Important factors that could cause actual results to differ materially from the Company's expectations include, but are not limited to the following:

i. Decrease in demand for electronic products in India;
ii. Factors affecting the electronic industry in India;
iii. Increase in competition;
iv. Regulatory developments in relation to electronic industry;
v. Loss of any major customer; and
vi. Rise in global commodity and equipment prices as well as increase in labour cost.

While we have described the risks and uncertainties that our management believes are material, these risks and uncertainties may not be the only risks and uncertainties we face.

Accordingly, approval of members is sought for varying the terms of objects of the issue referred to in the Prospectus. The Board recommends the passing of resolution as set out in Item No. 1 for approval of the members as a special resolution through postal ballot which means voting by post or through e-voting process.

None of the Directors or Key Managerial Personnel of the Company including their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding in the Company, if any.

Item No. 2:

Mr. Ramakrishnan Manden Kattil, the Executive Chairman of the Company has attained the age of 70 years on January 2, 2018. In view of section 196(3)(a) of the Companies Act, 2013; the Nomination and Remuneration Policy of the Company and also for an abundant precaution, the Company seeks consent of the members by way of special resolution for continuation of his holding of existing office after the age of 70 years.

The Board therefore recommends the special resolution for your approval.

Except Mr. Ramakrishnan Manden Kattil (the appointee), none of other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in Resolution No. 2.

Item No. 3:

The Shareholders of the Company at their Extra Ordinary General Meeting held on March 25, 2017 approved appointment of Mr. Naresh Gaind through an Ordinary Resolution, as the Independent Director of the Company for a term of 5 consecutive years effective from March 24, 2017.

Mr. Naresh Gaind has attained the age of 70 years on January 23, 2017. In view of the Nomination and Remuneration Policy of the Company and also for an abundant precaution, the Company seeks consent of the members by way of special resolution for continuation of his holding of existing office after the age of 70 years.

The Board therefore recommends the special resolution for your approval.

Except Mr. Naresh Gaind (the appointee), none of other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in Resolution No. 3.

Item No. 4:

Pursuant to the provisions of Section 94(1) of the Companies Act, 2013, Register and Index of Members maintained under Section 88 of the Companies Act, 2013 along with the copies of Annual Return filed under Section 92 of the Companies Act, 2013 are required to be maintained at the registered office of the Company.

However, pursuant to proviso to Section 94(1) of the Companies Act, 2013, these documents can be kept at any other place within the city, town or village in which the registered office is situated or any other place in India in which more than one-tenth of the total members entered in the register of members resides, if approved by a Special Resolution passed by the Members of the Company.

Accordingly, the Board of Directors recommend Resolution at Item No. 4 of the Notice of the Postal Ballot for approval of the Members of the Company as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the Special Resolution as set out at Item No. 4 of this Notice.

Corporate Office:
Kailashpati, 2nd Floor, Plot 10A,
Veera Desai Road, Andheri (W),
Mumbai 400053

September 07, 2018, Mumbai

PULZ ELECTRONICS LIMITED MUMBAI

By order of the Board of Directors
For Pulz Electronics Limited

Mihir Doshi
Chief Financial Officer