

Date: February 27, 2020

To,

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

(Ref – Reliable Data Services Limited; Symbol - RELIABLE)  
Sub.: Submission of Notice of Postal Ballot dated February 21, 2020

Dear Sir/Madam,

With reference to the above, please find herewith enclosed the Notice of Postal Ballot along with Postal Ballot Form as circulate to the shareholders whose name appear in the Register of Members/ List of Beneficial owners as on Friday, February 21, 2020 i.e. cut-off date.

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

Thanking you,

Yours faithfully,

**FOR RELIABLE DATA SERVICES LIMITED**

  
  
**NIHARIKA GUPTA**  
COMPANY SECRETARY  
A50409

Place – Noida

Encl: As above

**RELIABLE DATA SERVICES LIMITED**

(CIN: L72900DL2001PLC110145)

**Regd. Office: GF-22, Hans Bhawan, 1, Bahadur Shah Zafar Marg, ITO New Delhi - 110002,  
India****E-mail: [cs@rdspl.com](mailto:cs@rdspl.com), Website: [www.rdspl.com](http://www.rdspl.com)****Tel No. 0120-4089166****NOTICE OF POSTAL BALLOT**

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

To,

The Members of "RELIABLE DATA SERVICES LIMITED",

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

The Board of Directors of the Company at their meeting held on February 21, 2020, appointed Neha Mehra & Associates, Neha Mehra, Practicing Company Secretary as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed in the postal ballot form and return the same duly completed in the enclosed self-addressed postage prepaid envelope. Postal Ballot Form(s), if sent by courier or by registered post / speed post at the expense of the Member(s) will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given on the self-addressed postage prepaid envelope. The duly completed postal ballot form(s) should reach the Scrutinizer not later than 5.00 p.m. on March 27, 2020, to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the Member.

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

The Scrutinizer will submit his report to the Chairman of the Company, on or before March 29, 2020. The result of postal ballot and e-voting shall be announced on or before March 29, 2020 and communicated to the stock exchanges, Depository, Registrar and Share Transfer Agent and shall also be displayed on the Company's website at [www.rdspl.com](http://www.rdspl.com).

**RESOLUTIONS:****Item No. 1 – Migration from SME Platform of NSE (NSE EMERGE) to Main Board of NSE.**

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

**Note:** In accordance with Regulation 277 of SEBI (ICDR) Regulations, 2018 the below mentioned Special Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the

## Postal Ballot Notice

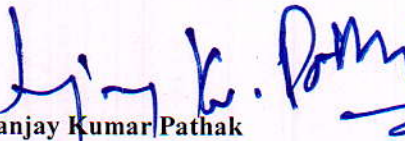
proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

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

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

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

By the Order of Board of Directors  
For Reliable Data Services Limited

  
Sanjay Kumar Pathak  
Managing Director  
DIN: 00912040



Place – Noida

Date – February 21, 2020

**Registered Office:**

GF-22, Hans Bhawan, 1, Bahadur Shah  
Zafar Marg, ITO, New Delhi 110002, India  
CIN: L72900DL2001PLC110145

E-mail: [cs@rdspl.com](mailto:cs@rdspl.com),

Website: [www.rdspl.com](http://www.rdspl.com)

Tel. No.: 0120-4089166

**Corporate Office:**

C-69, Sector-2, Near Metro Station Sector-15,  
Gautam Budh Nagar, Noida, U.P. – 201301, India

**NOTES: -**

1. The explanatory statement pursuant to Section 102 & Section 110 of the Companies Act, 2013 stating all material facts and the reasons for the proposed resolution is annexed herewith.
2. In terms of Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time) the item of business as set out in the notice is sought to be passed by Postal ballot.

## Postal Ballot Notice

3. Neha Mehra, sole proprietor of M/s Neha Mehra & Associates, Practicing Company Secretary has been appointed as Scrutinizer for Conducting the Postal Ballot in accordance with the law in a fair and transparent manner.
4. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members /List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on February 21, 2020. The Postal Ballot Notice is being sent to Members in Physical form mode along with postage prepaid self-addressed envelope to the address registered with depositories and by electronic mode to the email addresses registered with their Depository Participants.
5. Members whose names appear on the Register of Members/List of Beneficial Owners as on February 21, 2020 will be considered for the purpose of voting.
6. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members
7. In case shares held by Companies, trusts, societies etc. the duly completed postal ballot should be accompanied by a certified copy of the board resolution authority and preferably attested specimen signature(s) of the duly authorized signatory (ies) giving requisite authority to the person voting on the postal ballot form.
8. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the names of the Members as on February 21, 2020 "Cut-off date".
10. Members are requested not to send any paper other than the resolution/authority as mentioned (under note number 7 above) along with postal ballot form in the enclosed self-addressed postage prepaid envelope. As all such envelopes, will be sent to the scrutinizer and if any extraneous is found in such envelope the same would not be considered and would be destroyed by the scrutinizer.
11. Members who have received Postal Ballot notice by email only and who wish to vote through physical Postal Ballot Form or in case a member is desirous of obtaining a duplicate Postal Ballot Form, he or she may send an e-mail to [cs@rdspl.com](mailto:cs@rdspl.com). The Company shall forward the same along with postage prepaid self-addressed Business Reply Envelope to the Member.
12. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically and vote on all resolutions through the e-voting service facility arranged by NSDL. The instructions for electronic voting are given in this Notice.
13. A Member cannot exercise his vote by proxy on postal ballot.
14. Members desiring to exercise their vote by physical postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed with the Assent (for) or Dissent (against), in the enclosed self-addressed postage prepaid envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than close of working hours (i.e. 5:00 p.m.) on March 27, 2020. However, envelopes containing postal ballots, if sent by courier or registered / speed post at the expense of the Members will also be accepted. If any postal ballot is received after 5:00 p.m. on March 27, 2020, it will be considered that no reply from the Member has been received.
15. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny, and the result of the voting by postal ballot will be announced by the Chairman or Managing Director or any Director of the Company duly authorized, on or before March 29, 2020 at the Corporate Office at C-69, Sector-2, Near Metro Station Sector-15, Gautam Budh Nagar, Noida, U.P. - 201301 India and will also be displayed on the Company website ([www.rdspl.com](http://www.rdspl.com)), besides being communicated to the Stock Exchange, Depository, Registrar and Share Transfer Agent on the said date.
16. The result of the voting on the resolutions will be declared at the corporate office of the company on or before March 29, 2020.
17. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on March 27, 2020 i.e. the last date specified for receipt of duly completed Postal Ballot Forms or e-voting.

18. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice.

**VOTING THROUGH ELECTRONIC MEANS**

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

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 are 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 demat account with CDSL	16 Digit Beneficiary ID 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***
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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](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. No, 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 are 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 [nehamehraassociates@gmail.com](mailto:nehamehraassociates@gmail.com) <Please mention the e-mail ID of Scrutinizer> with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### IN CASE OF MEMBERS RECEIVING THE PHYSICAL COPY:

- A. User ID and initial password is provided in the Postal Ballot Form.
- B. Please follow all above steps.

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

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

##### Item No 1:

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

The paid up Capital of the Company will be Rs. 10, 32, 00,000/- after Issue of Bonus shares and the Conditions for listing of Shares of the Company on SME platform of NSE (NSE EMERGE) for more than 2 years is

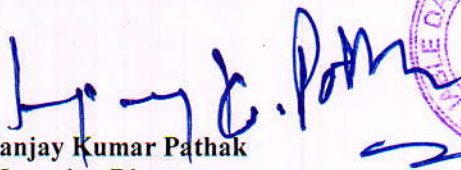
## Postal Ballot Notice

complied thereby complying with the above stated requirements and it becomes eligible for migration from SME Platform of NSE (NSE EMERGE) to Main Board of NSE.

The Board of Directors of the Company are of the view that the migration of the Company to Main Board of NSE will act as a catalyst in the growth and expansion of the company, enhance the recognition of the Company, increase the participation from the retail investors and the members will enjoy the increased return on their investment, hence your directors have thought it advisable to migrate from SME to Main Board.

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

**For Reliable Data Services Limited**

  
Sanjay Kumar Pathak  
Managing Director  
DIN: 00912040



Place – Noida  
Date – February 21, 2020

**Registered Office:**  
GF-22, Hans Bhawan, 1, Bahadur Shah  
Zafar Marg, ITO, New Delhi 110002, India  
CIN: L72900DL2001PLC110145  
E-mail: [cs@rdspl.com](mailto:cs@rdspl.com),  
Website: [www.rdspl.com](http://www.rdspl.com)  
Tel. No.: 0120-4089166

**Corporate Office:**  
C-69, Sector-2, Near Metro Station Sector-15,  
Gautam.Budh Nagar, Noida, U.P. – 201301, India

**RELIABLE DATA SERVICES LIMITED**

(CIN: L72900DL2001PLC110145)

Regd. Office: GF-22, Hans Bhawan, 1, Bahadur Shah Zafar Marg, ITO New Delhi – 110002, India

E-mail: [cs@rdspl.com](mailto:cs@rdspl.com), Website: [www.rdspl.com](http://www.rdspl.com)

Tel No. 0120-4089166

**POSTAL BALLOT FORM**

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

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

S.No.	Brief Particulars of the Resolution	No. of Shares held	FOR I / we assent to the Resolution	AGAINST I / we dissent to the Resolution
1.	Special Resolution for Migration of listing of shares from SME Platform of NSE (NSE EMERGE) to the Main Board of NSE.			

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

Place:

Date:

Notes:

1. Please return duly filled and signed postal ballot form in the envelope enclosed.
2. Last date for receipt of Postal Ballot Form is March 27, 2020, till close of business hours i.e. 05:00 P.M to the Scrutinizer.

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**Electronic Voting Particulars**

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

EVEN (E-Voting Sequence Number)	USER ID	PASSWORD / PIN
112836	<USER ID>	<PWD>

Note: Please read the complete instructions given under the E-voting form attached to the Notice. (Instructions for shareholders voting electronically). The voting time starts from February 27, 2020 at 09:00 a.m. and ends on March 27, 2020 at 05:00 p.m. The Voting Module shall be disabled by NSDL for voting thereafter.

**GENERAL INSTRUCTIONS**

1. A shareholder desiring to exercise vote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed business reply envelope. However, envelopes containing Postal Ballot Form, if sent by courier or by registered post at the expense of the shareholder will also be accepted.
2. The self-addressed envelope bears the address of the Corporate Office from where the scrutinizer, would collect the same, appointed by the board of directors of the Company.
3. This Postal Ballot Form should be completed and signed by the shareholder as per the specimen signature registered with the Company or the Depository Participant. In case of joint holding, this Postal Ballot Form should be completed and signed by the first named shareholder and in his absence, by the next named joint shareholder.
4. There will be only one Postal Ballot Form for every Folio/ Client ID irrespective of number of joint holders.
5. The votes should be casted either in favour or against by putting the tick (√) mark in the column provided for assent or dissent. Postal Ballot Form bearing tick marks in both the columns for the same shares will render the Postal Ballot Form invalid.
6. Unsigned, incorrectly signed or incomplete Postal Ballot Forms will be rejected.
7. Postal Ballot Forms signed in the representative capacity must be accompanied by the requisite certified true copy of power of attorney/resolution of board of directors of the corporate shareholder being represented. If the same is/ are already registered with the Company, please quote the registration no. beneath the signature.
8. Shareholders are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything on the Postal Ballot Form except giving their assent or dissent and putting their signature.
9. The Scrutinizer's decision on the validity of a postal ballot will be final.
10. Any query / grievances relating to the postal ballot process may be addressed to Ms. Niharika Gupta (Company Secretary and Compliance Officer). Her contact details are:  
E-mail: cs@rdspl.com, Ph. No 0120-4089138.

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

- (a) A form other than one issued by the company has been used;
- (b) It has not been signed by or on behalf of the Member;
- (c) Signature on the Postal Ballot Form doesn't match the specimen signatures with the Company / Depository;
- (d) It is not possible to determine without any doubt the assent or dissent of the Member;
- (e) Neither assent nor dissent is mentioned;
- (f) Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
- (g) The envelope containing the Postal Ballot Form is received after the last date prescribed;
- (h) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- (i) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established; Member has made any amendment to the Resolution or imposed any condition while exercising his vote.