



Date: - April 07, 2025

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051  
NSE Symbol: UNIECOM

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers, Dalal  
Street, Fort,  
Mumbai – 400 001  
Scrip Code: 544227

**Sub: Corrigendum to the Postal Ballot Notice of Unicommerce eSolutions Limited circulated to shareholders on March 20, 2025**

**Ref: Our earlier Intimation dated March 20, 2025, for Postal Ballot Notice.**

**Dear Sir / Madam,**

This is in continuation to the Notice of Postal Ballot of the Company dated March 20, 2025, which has already been emailed to all the shareholders of the Company on March 20, 2025. A Corrigendum is being issued today to inform to all the Shareholders to whom the Notice of Postal Ballot has been sent regarding changes in the Notice and Explanatory Statement.

A copy of detailed corrigendum is enclosed herewith. The said corrigendum is also being sent to all the shareholders and also being uploaded on the website of the Company. Except as detailed in the attached corrigendum, all other items of the Postal Ballot Notice along with Explanatory Statement dated March 20, 2025, shall remain unchanged. This Corrigendum will also be available on the Website of the Company at [www.unicommerce.com](http://www.unicommerce.com). Please note that on and from the date hereof, the Postal Ballot Notice dated March 20, 2025, shall always be read collectively with this corrigendum.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we kindly request you to take into record the above submissions and the attached Corrigendum.

Kindly take the same on your records.

Thanking you,  
For **Unicommerce eSolutions Limited**

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Anil Kumar  
Company Secretary  
Membership Number: F8023

**Unicommerce eSolutions Ltd.**

**Registered Office:** Mezzanine Floor, A-83, Okhla Industrial Area Phase-II, New Delhi 110020 India  
**Corporate Office:** M3M Urbana Business Park, 9th Floor, Tower-B, Sector 67, Gurugram, Haryana 122001 India  
**Tel +91-888 7790 22, email: [contactus@unicommerce.com](mailto:contactus@unicommerce.com) | Web: [www.unicommerce.com](http://www.unicommerce.com) CIN: L74140DL2012PLC230932**



## **CORRIGENDUM TO THE POSTAL BALLOT NOTICE DATED MARCH 20, 2025**

To,  
The Shareholders of Unicommerce eSolutions Limited

Unicommerce eSolutions Limited (“Company”) had issued a Postal Ballot Notice dated March 20, 2025, together with the explanatory statement to the shareholders of the Company, pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings (“SS-2’), and other applicable laws and regulations, for seeking approval of shareholders of the Company by way of special resolutions through remote e-voting by way of postal ballot process.

This corrigendum is being issued in continuation of the postal ballot notice dated March 20, 2025, to the shareholders of the Company to incorporate the following changes in the explanatory statement w.r.t. Item No. 1 of the said postal ballot notice.

We would like to draw the attention of all the shareholders of the Company towards the proposed resolution and the explanatory statement forming part of the postal ballot notice and circulated to the shareholders of the Company on March 20, 2025. The Board of Directors of the Company had approved the postal ballot notice on March 20, 2025, w.r.t. Offering, Issuing and Allotting of Equity Shares on Preferential Basis.

The Existing Content shall stand replaced with the Replaced Content:-

1. Point No. 3 of the Explanatory Statement i.e. “Basis or justification for the price (including premium, if any) at which the offer or invitation is being made” the existing para i.e. valuation report is also uploaded on the website of the Company at <https://unicommerce.com/investor-relations/> shall be replaced with, the exact link of the valuation report hosted on website i.e. <https://infowordpress.s3.ap-south-1.amazonaws.com/wp-content/uploads/2025/03/23004630/Signed-valuation-report-for-swap-of-shares.pdf>
2. In Point No. 22 of the Explanatory Statement, i.e. “Practicing Company Secretary’s Certificate” the existing para i.e. the said certificate is available on the website of the company at <https://unicommerce.com/investor-relations/> shall be replaced with, the exact link of Practicing Company Secretary’s Certificate hosted on website i.e. [https://infowordpress.s3.ap-south-1.amazonaws.com/wp-content/uploads/2025/03/25125839/PCS\\_Certificate\\_Signed.pdf](https://infowordpress.s3.ap-south-1.amazonaws.com/wp-content/uploads/2025/03/25125839/PCS_Certificate_Signed.pdf)
3. In point 13 the latest shareholding pattern of the Company dated March 14, 2025, is:

**Unicommerce eSolutions Ltd.**

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Sr. No.	Category	Pre-Issue No. of Shares	%	No. of equity shares to be allotted	Post Issue No. of Shares	%
		(A)	(B)	(C)	D= (A+C) *	(E)*
<b>A</b>	<b>Promoters and Promoter Group Holding:</b>					
1	Indian:					
	Individual/HUF	2,56,027	0.25%	0	2,56,027	0.24%
	Bodies Corporate	4,01,23,974	39.17%	0	4,01,23,974	36.99%
	Trust		0.00%	0	0	0.00%
	<b>Sub Total</b>	<b>4,03,80,001</b>	<b>39.42%</b>	<b>0</b>	<b>4,03,80,001</b>	<b>37.23%</b>
2	Foreign Promoters	0	0.00%	0	0	0.00%
	<b>Sub Total (A)</b>	<b>4,03,80,001</b>	<b>39.42%</b>	<b>0</b>	<b>4,03,80,001</b>	<b>37.23%</b>
<b>B</b>	<b>Non-Promoters' Holding</b>					
1	Institutions:					
a)	Institutional Investors (Domestic and Foreign)	75,10,932	7.33%	0	75,10,932	6.92%
2	Non-Institution:					
a)	Private Corporate Bodies	23,05,025	2.25%	0	23,05,025	2.13%
b)	Directors and Relative	0	0.00%	0	0	0.00%
c)	Key Managerial Personnel	2,645	0.00%	0	2,645	0.00%
d)	Indian Public	2,95,45,946	28.84%	60,33,189	3,55,79,135	32.80%
e)	Others (IEPF, NRI, Trust, Escrow Account, LLP, HUF, Clearing Member)	2,26,89,499	22.15%	0	2,26,89,499	20.92%
	<b>Sub Total (B)</b>	<b>6,20,56,629</b>	<b>60.58%</b>	<b>60,33,189</b>	<b>6,80,87,236</b>	<b>62.77%</b>
	<b>Total (A+B)</b>	<b>10,24,34,048</b>	<b>100.00%</b>	<b>60,33,189</b>	<b>10,84,67,237</b>	<b>100.00%</b>

4. In point 18 of the Explanatory Statement i.e. “undertaking that if the amount payable on account of the re-computation of price is not paid”. The following para shall be inserted:

*“As the equity shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of ICDR Regulations governing re-computation of the price of shares shall not be applicable”.*

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**Tel +91-888 7790 22, email: [contactus@unicommerce.com](mailto:contactus@unicommerce.com) | Web: [www.unicommerce.com](http://www.unicommerce.com) CIN:**

**L74140DL2012PLC230932**

5. Point 9 of the Explanatory Statement i.e. “The percentage of post preferential issue capital that may be held by allottee and change in control, if any, in the issuer consequent to the preferential issue” should be read as:

*“Post Allotment of 60,33,189 Equity shares to the Proposed allottees, they shall hold collectively 5.56% of equity shares in the Company. However, the proposed allotment of shares would not result in any change in control of the Company”.*

6. In Point 11 of the Explanatory Statement, i.e. “Objects of the preferential issue” there has been a typographical error and the Company’s name is appearing as UeSL. It should be read as “UeSL” only.
7. Point 11 of the Explanatory statement i.e. “Objects of the preferential issue” should be read as below:

In consideration to the aforesaid acquisition, the Company would issue 60,33,189 (Sixty lakh thirty three thousand one hundred and eighty nine) equity shares of the Company in the following manner:

Sr. No	Name of Proposed Allottee	No of Shares held in Shipway	No of Shares proposed to be allotted in UeSL	% of pre-issue share Capital of UeSL	% of post-issue share Capital of UeSL
1	Mr. Vikas Garg	3,690	29,25,423	2.86	2.69
2	Mr. Gaurav Gupta	3,690	29,25,423	2.86	2.69
3	Mr. Puneet Gupta	230	1,82,343	0.18	0.17
Total		7,610	60,33,189	5.89	5.56

8. Point 11 of the Explanatory statement i.e. “Objects of the preferential issue” should be replaced and read as below:

*“UeSL acquired 47.51% stake in Shipway for a cash consideration of Rs 68.4 Crores. The balance stake in Shipway will be by way of stock swap through an issue of equity shares to complete a 100% stake acquisition. The Board of Directors of the Company had approved acquisition of 7,610 (52.49%) equity shares of Shipway, held by Proposed Allottees”*

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Shareholders who have cast their votes prior to this corrigendum will have the opportunity to vote again on the resolution no. 1 until the final date of the postal ballot remote e-voting, namely April 19, 2025, by expressing their assent or dissent via email to the scrutinizer at [scrutinisers@mmjc.in](mailto:scrutinisers@mmjc.in). It is important to note that no receipt of the email will be considered as the earlier vote being final.

The Corrigendum will also be available on the website of the Company at [www.unicommerce.com](http://www.unicommerce.com), National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com).

This corrigendum should be read in continuation of and in conjunction with the earlier Postal Ballot notice.

All other contents of the said notice, save and except as amended/ modified by this Corrigendum, shall remain unchanged.

For Unicommerce eSolutions Limited

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Anil Kumar  
Company Secretary  
Membership Number : F8023

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