

PANKAJ PIYUSH TRADE AND INVESTMENT LIMITED (CIN: L65990DL1982PLC256291)

Regd. Off.: 304, Building No. 61, Vijay Block, Laxmi Nagar, Delhi, 110092 Tel.: 011-44781747; E-mail ID: <u>infopptinvestment@gmail.com</u>; Website: <u>www.pptinvestment.in</u>

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given, pursuant to the provisions of Sections 110 and 108 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 (the "Rules") (including any statutory modifications or re-enactment thereof, for the time being in force), read with General Circulars No. 14/2020 dated 08th April, 2020, No. 17/2020 dated 13th April, 2020, No. 20/2020 dated 5th May, 2020, No. 22/2020 dated 15th June, 2020, No. 33/2020 dated 28th September, 2020, No. 39/2020 dated 31st December, 2020 and No. 10/2021 dated 23rd June, 2021, No. 20/2021 dated 8th December, 2021 and No. 03/2022 dated 5th May, 2022 and various subsequent circulars, read with Circular No. 11/2022 dated 28th December, 2022, including latest being General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and such other applicable laws, rules and regulations, that it is proposed to seek the consent of the members of **Pankaj Piyush Trade and Investment Limited** (the "Company") for the resolution appended below, through remote e-voting process ("e-voting") only.

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolution setting out the material facts and the reasons thereof, is appended with the Notice of Postal Ballot. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on 27th October, 2023 appointed Mr. Sumit Bajaj (M. No. A45042, COP No. 23948), Proprietor of **M/s Sumit Bajaj & Associates**, Practising Company Secretaries, as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.

The Company has engaged the services of **National Securities Depository Limited (NSDL)** for providing remote e-voting facility to its all Members.

In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/ Depository Participants. A member whose e-mail address is not registered with the Company/ Depository Participants, may please follow the process provided in the notes to the postal ballot hereto to receive this Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the members would only take place through the e-voting system. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. Members are requested to follow the procedure and read the instructions as stated in the Notes of the Postal Ballot Notice to cast their vote electronically not later than 05:00 P.M. (IST), Thursday, 30th November, 2023 i.e. the last day to cast vote electronically, to be eligible for being considered.

Upon completion of the scrutiny of the votes cast through e-voting in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman or any person authorized by him after completion of e-voting. The results of the Postal Ballot will be announced on or before Friday, 1st December, 2023. The said results shall be displayed at the Registered Office of the Company and shall also be communicated to BSE Limited (BSE) where the shares of the Company are listed. Additionally, the results shall also be uploaded on the Company's website www.pptinvestment.in and on the website of NSDL at www.evoting.nsdl.com



SPECIAL BUSINESS:

Item No. 1

Alteration of the Objects Clause of the Memorandum of Association of the Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the necessary approvals, consents, permissions, and sanctions required, if any, by the Registrar of Companies, and/or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of Members of the Company be and is hereby accorded to amend the Objects clauses of the Memorandum of Association ("MoA") of the Company by deleting following paragraph numbers 1, 2 and first two paragraph of 3 Clause III (A)."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deem to include any of its duly authorized Committees) and / or Company Secretary or any officer(s) so authorized by the Board, be and are hereby SEVERALLY authorized to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including filings of statutory forms and to settle any matter, question, difficulties or doubts that may arise in this regard and accede to such modifications and any alterations to the aforesaid resolution as may be advised by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same."

Place: Delhi By order of the Board

Date: 27.10.2023 For Pankaj Piyush Trade and Investment Limited

Sd/-Sakshi Chandna Company Secretary ACS 69450

Regd. Office: 304, Building No. 61, Vijay Block, Laxmi Nagar,

Delhi - 110092



Notes:

- 1. The explanatory statements pursuant to Section 102 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") pertaining to the resolutions for alteration of Memorandum of Association ("MoA") of the Company is annexed herewith.
- 2. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot ("Notice") to the Members in electronic form only. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.
- 3. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL') as on **Friday, 27**th **October, 2023 ("Cut-off Date")** and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date. Members may note that the Notice is also available on the website of the Company i.e. www.pptinestment.in, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com, and on the website of NSDL at www.evoting.nsdl.com. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.
- 4. After dispatch of the Notice through email, the advertisement shall be published in one English daily newspaper having country-wide circulation and in one Hindi newspaper, having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the website of the Company i.e. www.pptinvestment.in.
- 5. Members desirous of receiving communication from the Company in electronic form, may register their email address with their respective depository participant. To support the 'Green Initiative', Members who have not registered their e-mail addresses with the Company / Skyline Financial Services Private Limited, Registrar and Transfer Agent ("RTA") / depository participant are requested to log in to the website of our RTA i.e. www.skyline.com under Download, fill in the details, upload the required documents and submit. Further, Members are also requested to approach their depository participant to register/revise their e-mail address in their demat account details as per the process defined by the respective depository participant.
- 6. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.
- 7. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of NSDL at www.evoting.nsdl.com and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution/letter of authority /power of attorney, etc. together with the attested specimen signature of the duly authorized representative(s) in .pdf format for the Scrutinizer to verify the same.
- 8. All document(s) mentioned in the Notice and revised copy of the MoA will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of the remote e-voting period i.e. up to 30th November, 2023. Members who wish to inspect the relevant document(s) may send an email to infopptinvestment@gmail.com by mentioning their DP ID and Client ID in case of dematerialized shareholding / Folio no. in case of physical shareholding.
- 9. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
- 10. Contact details of the person responsible for addressing the queries / grievances connected with the voting by electronic means, if any:



i. Ms. Sakshi Chandna

Company Secretary & Compliance Officer – Pankaj Piyush Trade and Investment Limited

304, Building No. 61,

Vijay Block, Laxmi Nagar, Delhi - 110092

Phone: 011-44781747 Email: cs@pptinvestment.in.

ii. Ms. Pallavi Mhatre,Senior Manager - NSDLEmail: evoting@nsdl.co.in.

In case of any queries, Members may refer the Frequently Asked Questions (FAQs) for shareholders and evoting user manual for shareholders available under the 'download' section at www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000.

11. INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Wednesday, 1st November, 2023 at 9:00 am (IST) and ends on Thursday, 30th November, 2023 at 5.00 pm (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date ("Cut-off Date") i.e. Friday, 27th October, 2023 are eligible to cast their vote(s) electronically. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

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: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.



- If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
- 3. 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. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
- 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on







Individual Shareholders holding securities in demat mode with CDSL

- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the



	system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.	
	3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.	
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.	
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.	

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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 'Shareholder/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP 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***

- 5. Password details for shareholders other than Individual shareholders are given below:
- a) If you are already registered for e-Voting, then you can user 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, please follow steps mentioned below in **process for those** shareholders whose email ids are not registered



- 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.
 - 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 etc.
 - 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. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

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

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. 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.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. 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 Mr. Sumit Bajaj, cssumitbajaj@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- 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: 022 4886 7000 and 022 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager NSDL at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- 1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to infopptinvestment@gmail.com
- 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to infopptinvestment@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
- 3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- 4. <u>In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.</u>



ANNEXURE TO THE NOTICE Explanatory Statement pursuant to Sections 102(1) and 110 of the Companies Act, 2013

Item No. 1

The Company is presently engaged in the business of finance industrial enterprises, and for that purpose to make loans, or advances to, or subscribe to the share capital of, private industrial enterprises in India, to carry on the business of an investment Company and in invest the capital and other moneys of the Company in the purchase or upon the security of shares, stocks, units, debentures, debenture-stock, bonds, mortgages, obligations and securities issued or guaranteed by any company, corporation or undertaking, whether incorporated or otherwise, and wheresoever constituted or carrying on business and to buy, sell or otherwise deal in, shares, stocks, debentures, debenture stock, bonds, notes mortgages, obligations and other securities issued or guaranteed by any government, sovereign ruler, commissioners, trust municipal, local or other authority or body in India or abroad, to acquire hold, sell, buy or deal in any shares, stocks, debentures, debenture stock, bonds, mortgages, obligations and other securities by original subscription, tender, purchase, exchange, gift and to subscribe for the same, either conditionally and to underwrite or sub-under-write or guarantee the subscription thereof and to purchase and sell units, to give guarantees and in particular to guarantee the payment of any principal moneys, interest or other moneys secured by or payable under the debentures, bonds, debenture-stock. mortgages, charges, contracts, obligations and securities, and the payment of dividends on and the repayment of the capital of stock and shares.

The Company based on changes in the industry, is constantly on the search for various new methods and processes to make use of changes and avail the opportunities in addition to the existing business for better utilization of its assets and resources. These include expanding the existing portfolio and exploring newer domains. In terms of section 179 of the Companies Act, 2013, any new business may be commenced with the approval of the Board of Directors of the Company.

The Board of Directors of the Company in its meeting held on October 27, 2023, has, subject to the approval of the shareholders in accordance with the provisions of the Companies Act, 2013, and subject to such provisions as may be applicable, approved to amend the existing MOA of the Company in line with the requirements of Section 4 of the Act. The following amendments are proposed in the Object Clause of MOA of the Company:

The Objects clause of the Memorandum of Association ("MoA") of the Company by deleting the following paragraph numbers 1, 2 and the first two paragraphs of 3 Clause III (A)."

Hence, it is proposed to amend the object clause of the Memorandum of Association of the Company as set out in the resolution under Item No.1 to empower the Board of Directors of the Company to alter the object clause in line with the requirements of Section 4 of the Companies Act, 2013 and also to pursue new business opportunities which can be carried on conveniently with the existing businesses of the Company as and when they deem fit.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise in the resolution set out at business Item No. 1 of the Postal Ballot Notice.

The Board recommends the Special Resolution as set out under Item No.1 in the Notice for approval of the Members.

Place: Delhi By order of the Board

Date: 27.10.2023 For Pankaj Piyush Trade and Investment Limited

Sd/-Sakshi Chandna Company Secretary ACS 69450

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