



• Import • Export

Date: 25.01.2021

The Chief Manager  
Listing Compliance  
National Stock Exchange of India Limited (NSE)  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400051  
Scrip Code: AKG  
ISIN: INE00Y801016

**Sub.: Result of Postal Ballot (Remote e-voting) of AKG Exim Limited ("Company").**

**Ref.: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015-Disclosure of voting results of Postal Ballot (remote e-voting only.)**

Dear Sir/Ma'am,

We furnish herewith the details regarding the voting results of the Postal Ballot by way of e-voting in respect of the resolutions set out in the Postal Ballot Notice dated December 23, 2020 ("Postal Ballot Notice") in the form prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

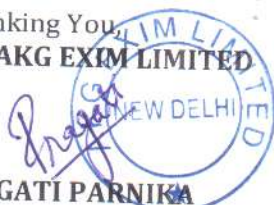
We also wish to inform you that all the resolutions set out in the Postal Ballot Notice have been approved with the requisite majority.

In this regard, we are enclosing herewith the following:

- i. Voting results in compliance with Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation(s), 2015 and
- ii. Scrutinizer report dated January 25, 2021 of the Scrutinizer, Mr. Gagan Goel, Proprietor of M/s. Gagan Goel & Co., Whole Time Practicing Company Secretary, on remote e-voting, in compliance with the provisions of Section 108 & 110 of the Companies Act, 2013 read with the Companies (Management and Administration), Rules 2014 and in line with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation(s), 2015.

The intimation is also being uploaded on the Company's website [www.akg-global.com](http://www.akg-global.com). Kindly take this on record and acknowledge receipt of this intimation.

Thanking You,  
For AKG EXIM LIMITED



PRAGATI PARNIKA  
(Company Secretary)

M.No.: A58202

e-CSIN: EA058202B000113774

Encl.: A/a

**RESULTS OF THE POSTAL BALLOT**

<b>Sr. No.</b>	<b>Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of Voting</b>	<b>Remarks</b>
1.	Amendment of ancillary object clause of the Memorandum of Association (MOA) of the Company	Special	Remote e-voting	Passed with requisite majority
2.	Increase in the borrowing limits of the Company pursuant upto Rs. 100 Crore	Special	Remote e-voting	Passed with requisite majority
3.	Increase in the limit to secure the borrowing by creation of security on the assets of the company pursuant upto Rs.100 Crore	Special	Remote e-voting	Passed with requisite majority
4.	Increase in the limit of Inter-Corporate Loans, Investments, Securities and Guarantee upto Rs.100 Crore	Special	Remote e-voting	Passed with requisite majority



Resolution No.	1									
Resolution required: (Ordinary/Special) Whether promoter/promoters group are interested in the Agenda/Resolution?	Special- Amendment of ancillary object clause of the Memorandum of Association (MOA) of the Company									
None of the promoters, directors, managers, key managerial personnel of the Company or their relatives are interested except to the extent of their shareholding in the Company, if any										
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled		
		(i)	(ii)	(iii)=[(ii)/(i)]*100	(iv)	(v)	(vi)=[(iv)/(ii)]*100	(vii)=[(v)/(ii)]*100		
Promoter and Promoter Group	E-Voting	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	N.A.		
	Postal Ballot	-	-	-	-	-	-	-		
	Total	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	N.A.		
Public-Institutions	E-Voting	-	-	-	-	-	-	-		
	Postal Ballot	-	-	-	-	-	-	-		
	Total	-	-	-	-	-	-	-		
Public-Non-Institutions	E-Voting	34,14,400	2,49,600	7.31	2,49,600	Nil	100.00	N.A.		
	Postal Ballot	-	-	-	-	-	-	-		
	Total	34,14,400	2,49,600	7.31	2,49,600	Nil	100.00	N.A.		
	<b>TOTAL</b>	<b>1,05,92,192</b>	<b>74,27,072</b>	<b>70.11</b>	<b>74,27,072</b>	<b>Nil</b>	<b>100.00</b>	<b>N.A.</b>		



Resolution No.	2								
Resolution required: (Ordinary/Special)	Special-Increase in the borrowing limits of the Company pursuant upto Rs. 100 Crore								
Whether promoter/promoters group are interested in the Agenda/Resolution?	None of the promoters, directors, managers, key managerial personnel of the Company or their relatives are interested except to the extent of their shareholding in the Company, if any								
Category		Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			(i)	(ii)	(iii) = [(ii)/(i)]*100	(iv)	(v)	(vi) = [(iv)/(ii)]*100	(vii) = [(v)/(ii)]*100
Promoter and Promoter Group		E-Voting	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	N.A.
		Postal Ballot	-	-	-	-	-	-	-
		Total	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	N.A.
Public-Institutions		E-Voting	-	-	-	-	-	-	-
		Postal Ballot	-	-	-	-	-	-	-
		Total	-	-	-	-	-	-	-
Public-Non-Institutions		E-Voting	34,14,400	2,49,600	7.31	2,49,600	Nil	100.00	N.A.
		Postal Ballot	-	-	-	-	-	-	-
		Total	34,14,400	2,49,600	7.31	2,49,600	Nil	100.00	N.A.
<b>TOTAL</b>			<b>1,05,92,192</b>	<b>74,27,072</b>	<b>70.11</b>	<b>74,27,072</b>	<b>Nil</b>	<b>100.00</b>	<b>N.A.</b>

EXIM LIMITED  
 NEW DELHI

Resolution No.	3	Special- Increase in the limit to secure the borrowing by creation of security on the assets of the company pursuant upto Rs.100 Crore						
Resolution required: (Ordinary/Special)								
Whether promoter/promoters group are interested in the Agenda/Resolution?	None of the promoters, directors, managers, key managerial personnel of the Company or their relatives are interested except to the extent of their shareholding in the Company, if any							
Category	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(i)	(ii)	(iii)=[(ii)/(i)]*10	(iv)	(v)	(vi)=[(iv)/(ii)]*10	(vii)=[(v)/(ii)]*10
Promoter and Promoter Group	E-Voting Postal Ballot Total	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	N.A.
Public-Institutions	E-Voting Postal Ballot Total	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	N.A.
Public-Non-Institutions	E-Voting Postal Ballot Total	34,14,400	2,49,600	7.31	2,49,600	Nil	100.00	N.A.
<b>TOTAL</b>		<b>1,05,92,192</b>	<b>74,27,072</b>	<b>70.11</b>	<b>74,27,072</b>	<b>Nil</b>	<b>100.00</b>	<b>N.A.</b>



Resolution No.	4							
Resolution required: (Ordinary/Special)								
Whether promoter/promoters group are interested in the Agenda/Resolution?	<b>Special- Increase in the limit of Inter-Corporate Loans, Investments, Securities and Guarantee upto Rs.100 Crore</b>							
Category	None of the promoters, directors, managers, key managerial personnel of the Company or their relatives are interested except to the extent of their shareholding in the Company, if any							
	Mode of voting	No. of shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(i)	(ii)	(iii)=[(ii)/(i)]*100	(iv)	(v)	(vi)=[(iv)/(ii)]*100	(vii)=[(v)/(ii)]*100
Promoter and Promoter Group	E-Voting	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	0
	Postal Ballot	-	-	-	-	Nil	-	0
	Total	71,77,792	71,77,472	99.99	71,77,472	Nil	100.00	N.A.
Public-Institutions	E-Voting	-	-	-	-	Nil	100.00	-
	Postal Ballot	-	-	-	-	-	-	N.A.
	Total	-	-	-	-	-	-	-
Public-Non-Institutions	E-Voting	34,14,400	2,49,600	7.31	2,49,600	Nil	100.00	N.A.
	Postal Ballot	-	-	-	-	-	-	-
	Total	34,14,400	2,49,600	7.31	2,49,600	Nil	100.00	-
<b>TOTAL</b>		<b>1,05,92,192</b>	<b>74,27,072</b>	<b>70.11</b>	<b>74,27,072</b>	<b>Nil</b>	<b>100.00</b>	<b>N.A.</b>





# GAGAN GOEL & Co.

(Company Secretaries)  
[CS., LL.B., M.Com (BPCG)]

Handphone: +91-9899424355; E-mail: [gagancs.goel@gmail.com](mailto:gagancs.goel@gmail.com); [gaganoffice.delhi@gmail.com](mailto:gaganoffice.delhi@gmail.com)

## SCRUTINIZER'S REPORT

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]**

To

**The Chairman**

**AKG Exim Limited**

408-411, 4<sup>th</sup> Floor, Pearls Corporate,  
Manglam Place, Sec-3,  
Rohini, New Delhi – 110085.

Dear Sir,

I, Gagan Goel, Practicing Company Secretary, was appointed by the Boards of Directors of your Company at its meeting held on 23<sup>rd</sup> December, 2020 as the Scrutinizer for conducting the Postal ballot by way of remote e-voting process, carried out as per Section 110 & Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated 13<sup>th</sup> April, 2020 ("MCA Circular") and in line with regulation 44 of the Securities Exchange Board of India (Listing obligations and Disclosure Requirements, 2015 ["SEBI (LODR) Regulations, 2015"]) for the purpose of passing below mentioned resolutions:

1. Amendment Of Object Clause Of The Memorandum Of Association (Moa) Of The Company,
2. Increase The Borrowing Limits Of The Company Pursuant Upto Rs. 100 Crore,
3. Increase The Limit To Secure The Borrowing By Creation Of Security On The Assets Of The Company Pursuant Upto Rs. 100 Crore; and
4. Increase The Limit Of Inter-Corporate Loans, Investments, Securities And Guarantee Upto Rs. 100 Crore.

as contained in Notice of Postal Ballot/E-Voting dated 23<sup>rd</sup> December, 2020.

In view of the situation arising due to COVID-19 pandemic and lockdown, MCA has issued Circulars giving certain relaxations in the provisions of the Act and the Rules for facilitating passing of Ordinary and Special Resolutions by the Companies, realizing the challenges faced by the Company in providing Physical Postal Ballot voting facility to the existing shareholders. The Company had engaged the services of National Securities Depository Limited ("NSDL") to provide the e-voting facility. E-voting facility was available at the link <https://www.evoting.nsdl.com/> from Saturday, 26<sup>th</sup> December, 2020, 9.00 a.m. (IST) onwards to Sunday, 24<sup>th</sup> January, 2021, 5.00 p.m. (IST).

On account of threat posed by this pandemic and in terms of the MCA circulars, the Company has sent the Postal Ballot Notice in electronic form only to those members whose email id was



registered with the Depositories and the RTA. Hard copy of Postal ballot Notice along with Postal Ballot Forms & pre-paid business envelopes were not sent to the members as per the exemptions provided in the MCA circulars as mentioned above. Accordingly, the assent or dissent of the Members had to take place through the E-Voting system only.

In order to provide the facility to those shareholders who had not yet registered their e-mail address, a proper procedure was laid down to get their email ID registered so that they could also participate in the e-voting facility extended by the Company.

All the required instructions in relation to e-voting by the shareholders were duly mentioned in the Notice sent to the shareholders of the Company through e-mail, wherever e-mail ids were available. The above activities were completed by Thursday, 24<sup>th</sup> December, 2020.

The shareholders holding the shares as on the “cut-off” date i.e., Friday, December 18, 2020, were entitled to vote on the proposed resolutions through e-voting.

E-voting facility is available at the link <https://www.evoting.nsdl.com/> from Saturday, 26th December, 2020, 9.00 a.m. (IST) onwards to Sunday, 24th January, 2021, 5.00 p.m. (IST) for the shareholders exercising their vote. The e-voting module was disabled by NSDL for voting thereafter. All votes cast by e-voting received up to Sunday, 24th January, 2021, 5.00 p.m. being last date fixed by the Company for exercise of vote by e-voting, were considered for my scrutiny.

The remote e-voting Notice dated 23<sup>rd</sup> December, 2020 were sent to 43 shareholders vide electronic mode to their registered email ids with the depositories and RTA.

The Management of the company is responsible for ensuring compliances with the requirements of the Act and the Rules there under and SEBI (LODR) Regulations, 2015, relating to the items being placed for approval of the shareholders through Postal Ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manners and to prepare a Scrutinizer’s Report of the votes cast in favour and against the resolutions stated in Notice, based on votes cast through e-voting as also the reports generated from the e-voting system provided by NSDL.

The report of the Postal ballot was duly compiled and accordingly the results of Postal Ballot through remote e-voting for the following resolutions are as under:

**I. AMENDMENT OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION (MOA) OF THE COMPANY:**

“**RESOLVED THAT** pursuant to the provisions of Section 4 and 13 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 (including any amendment thereto or re-enactment thereof, for the time being in force), the rules framed there under, subject to the approval of the Registrar of Companies, NCT of Delhi & Haryana, and subject to further terms and conditions, amendments or modifications as may be required or suggested by any of such appropriate authorities, the consent of the Members of the Company be and is hereby accorded for the amendment the object clause by inserting following new sub-clauses after the existing sub-clause (50) under Clause III(B) of Memorandum of Association of the Company in the following manner:





51. To enter into contracts, agreements and arrangements with any other company, firm or person for the carrying out by such other company, firm or person on behalf of the Company of the objects for which the Company is formed.
52. To construct, improve, redesign, maintain, develop, manage, carry out or control any buildings, offices, branches, shops, stores, malls, hypermarkets, shopping areas, warehouses, electric works, drawls, and other buildings to advance the Company's interests in connection with its objects or otherwise assist or take part in the construction, design and improvement, maintenance, development, working, management, carrying out or control thereof to further the objects of the Company.
53. To sell, lease, mortgage, grant licenses, easements and other rights over and in any other manner deal with or dispose of the undertaking, property, assets, rights and effects of the Company or any part thereof, for such consideration as the Company may think fit, and in particular for shares, debentures or securities of any other company whether or not having objects or in part similar to those of the Company.
54. To buy, acquire, undertake and hold the whole or any part of the undertaking, property, assets, rights and effects of any other company, having objects altogether or in part similar to those of this Company or carrying on or engaged in or proposes to carry on and engage in, other business auxiliary to the business of the Company or connected therewith or which may seem to the Company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property, or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company, for such consideration as the Company may think fit, and in particular for shares, debentures or securities of the Company.
55. To take or otherwise acquire and hold shares, debentures and any other securities in any other company having objects altogether or in part similar to those of this Company or carrying on or engaged in or proposes to carry on and engage in, other business auxiliary to the business of the Company or connected therewith or which may seem to the Company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property, or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
56. To amalgamate, enter into any partnership or partially amalgamate with or acquire an interest in the business of any other company, person or firm carrying on or engaging in or about to carry on or engage in any business or transaction included in the objects of the Company, or enter into any arrangement for sharing profits or losses or for any union of interest, joint venture, reciprocal concession or for cooperation, or for mutual assistance, with any such person, firm or company, or to acquire any business (by way of amalgamation, arrangement, demerger, merger or otherwise) and carry on any other business auxiliary to the business of the Company or connected therewith or which may seem to the Company capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render more profitable any of the Company's property, and to give or accept by way of consideration for any of the acts or things aforesaid, or property acquired, any shares, debentures, debenture-stock or securities that may be agreed upon, and to hold and retain, or sell, mortgage and deal with any shares, debentures, debenture-stock or securities so received.
57. To enter into arrangement with any government or other authorities, supreme, municipal, local or otherwise, or any person or company that may seem conducive to the Company's



- objects, or any of them, and to obtain from any such government, authority, person or company any rights, privileges, charters, contracts, licenses and concessions which the Company may think fit, desirable to obtain and to carry out, exercise and comply therewith.
58. To apply for, promote and obtain any act, charter, order, regulation, privilege, concession, license or authorization of any government, state or municipality or any authority or any corporation or any public body which may be empowered to grant for enabling the Company to carry any of its objects into effect or for extending any of the powers of the Company or for any other purpose which may seem expedient and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interests and to appropriate any of the Company's shares, debentures or other securities and assets to defray the necessary costs, and expenses thereof.
  59. To apply for, purchase or otherwise acquire, and protect and renew in any part of the world any patents, patent rights, brevets, inventions, trademarks, designs, formulate, copyrights, licenses, concessions and the like, conferring any exclusive or nonexclusive or limited rights to their use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, exercise, develop or grant licenses in respect of or otherwise turn to account the property, rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, inventions or rights.
  60. To sell any patent rights or privileges belonging to the Company or which may be acquired by it or any interest in the same and to grant licenses for the use and practice of the same or any of them and to let or allow to be used or otherwise deal with any inventions, patents or privileges in which the Company may be interested and to do all such acts and things as may be deemed expedient for turning to account any inventions, patents, and privileges in which the Company may be interested.
  61. To sell or sublet any concessions or licenses obtained or contracts entered into and generally to sell the whole or part of the property and business of the Company for cash or for the shares or obligations of any person or persons.
  62. To make up, prepare, buy, sell, exchange, alter, improve, manipulate, prepare for market and otherwise deal in all kinds of plant, machinery, hardware, software, applications, accessories, different kinds of materials, substances, articles and things necessary or convenient for carrying on any of the business or process of the Company. Provided however, in this regard the Company shall not carry any activity which may be categorized as retail trading in India and abroad.
  63. To improve, manage, cultivate, develop, exchange, refine, repair, alter, let on lease, mortgage, sell, dispose of, turn to account, grant rights and privileges in respect of or otherwise deal with all or part of the properties and rights of the Company.
  64. Subject to Section 180, 181, 182 and 183 of the Companies Act, 2013 to make donations to individuals or institutions in cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporations introducing business to this Company, and also to subscribe, contribute, otherwise assist or guarantee money for charitable institutions or objects or for any exhibition or for any public, general or other objects.
  65. To refer or agree to refer any claim, demand, dispute or any other question, by or against the Company or in which the Company is interested or concerned, and whether between the Company and the Member or Members or his or their representatives, or between the Company and third parties, to arbitration in India or at any place outside India, and to



- observe and perform awards made thereon, and to do all acts, matters and things necessary or expedient to carry out or enforce the awards.
66. To open any kind of account in any bank or other financial services firm, and to make, draw, accept, endorse, discount, execute and issue bills of exchange, promissory notes, bills of lading, warrants, debentures and other negotiable or transferable instruments or securities.
  67. To vest any moveable or immovable property, rights or interest acquired by or belonging to the Company in any person or company on behalf of or for the benefit of the Company, and with or without any declared trust in favour of the Company.
  68. Subject to the provisions of the Companies Act, 2013, to distribute among the Members in the specie, cash or in kind any property of the Company or any proceeds of sale or disposal of any property of the Company.
  69. To insure the whole or any part of the property of the Company either fully or partially to protect and indemnify the Company from liability or loss in any respect either fully or partially, and also to ensure, and to protect and indemnify any part or portion thereof either on mutual principle or otherwise.
  70. To carry out in any part of the world all or any of the Company's objects as principal agent, contractor or otherwise, and by or through agents or otherwise, and either alone or in conjunction with any other person, firm, association, corporate body, municipality, province, state, body politic or government or colony or dependency thereof.
  71. Subject to the provisions of the Companies Act, 2013, and the directions issued by the Reserve Bank of India, to subscribe, acquire, take up and hold shares, stocks, debentures, debenture stock, bonds, obligations and other securities issued or guaranteed by any company constituted or carrying on business in India or in any foreign country and debentures, debenture stock, bonds, obligations and other securities issued or guaranteed by any Government, sovereign, ruler, commissioner, public body or authority, supreme, municipal, local or otherwise, whether in India or in any foreign country.
  72. To borrow money, securities or other property, raise loans in any form, receive deposits, create indebtedness, receive grants or advances or raise any monies (in each case, with or without interest) upon such terms and in such manner and with or without security as may from time to time be determined including by the issue of debentures, debenture stock, bonds or other securities by the Company.
  73. To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of securities for the performance of any contracts or obligations of the Company or of its customers or other persons or corporations having dealing with the Company or in whose business or undertakings the Company is interested, whether directly or indirectly.
  74. To lend and advance money or property with or without security or to give credit to such persons or companies and upon such terms as may be expedient and as the Company may approve and in particular to customers and persons having dealings with the Company and to guarantee the performance of any contract or obligation and the payment of money of or by any such persons or companies and generally to provide credit facilities to customers and others provided that the Company shall not carry on the business of banking as defined by the Banking Regulation Act, 1949.
  75. To place surplus to reserve or to distribute as bonus shares among the Members or otherwise to apply as the Company by law may deem fit including those received by way of premium on shares or debentures issued at a premium by the Company and any monies received in respect of dividends accrued on forfeited shares.



76. To undertake and execute any trusts, the undertaking of which may seem to the Company desirable.

**FURTHER RESOLVED THAT** Mrs. Mahima Goel (Managing Director), Mr. Rahul Bajaj (Chief Financial Officer & Executive Director) and Ms. Pragati Parnika (Company Secretary & Compliance Officer), be and hereby severally authorized to file, sign, verify and execute all such e-forms with Registrar of companies, Delhi, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to this resolution.”

**Total number of e-Votes considered in connection with the passing of the above mentioned Ordinary Resolution:**

(i) Voted **in Favour** of the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
6	7427072	100.00

(ii) Voted **against** the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

**2. INCREASE THE BORROWING LIMITS OF THE COMPANY PURSUANT UPTO RS. 100 CRORE:**

“**RESOLVED THAT** in suppression of all earlier resolutions passed in this connection by the Members in its meeting held as on 19.03.2018, and subject to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or enactment(s) thereof, for the time being in force), the consent of the Members of the Company through postal ballot (remote e-voting only) be and is hereby accorded to the Board of directors of the Company to borrow any sum or sums of money from time to time notwithstanding that the money or moneys to be borrowed, together with moneys already borrowed by the Company, may exceed aggregate of its paid-up capital and free reserves, apart from temporary loans obtained from the Company’s Banker in the ordinary course of business, provided however, the total amount so borrowed shall not exceed Rs. 100 Crores (Rupees One Hundred Crore only).”

“**RESOLVED FURTHER THAT** Mrs. Mahima Goel, Managing Director of the Company, Mr. Rahul Bajaj, Chief Financial Officer (CFO)& Executive Director and Ms. Pragati Parnika, Company



Secretary & Compliance Officer be and are hereby authorised to file necessary forms with the Registrar of Companies, Delhi and to do or cause to do such other acts, deeds things and execute all such documents, undertakings as may be considered necessary in connection with or incidental to the above.”

**Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:**

(i) Voted in **Favour** of the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
6	7427072	100.00

(ii) Voted **against** the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

**3. INCREASE THE LIMIT TO SECURE THE BORROWING BY CREATION OF SECURITY ON THE ASSETS OF THE COMPANY PURSUANT UPTO RS. 100 CRORE:**

“**RESOLVED THAT** in suppression of all earlier resolutions passed in this connection by the Members in its meeting held as on 19.03.2018, and subject to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or enactment(s) thereof, for the time being in force), the consent of the Members of the Company through postal ballot (remote e-voting only) be and is hereby accorded to the Board of Directors of the Company to pledge, mortgage and/or charge on all the immovable or movable properties of the Company in favour of the Banks, Financial Institutions, any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the Principal together with interest, charges, costs, expensed and all other monies payable by the Company or any third party in respect of such borrowings provided that the maximum extent of indebtedness secured by the properties of the Company shall not exceed Rs. 100 Crores (Rupees One Hundred Crore only) at any time.

“**RESOLVED FURTHER THAT** Mrs. Mahima Goel, Managing Director of the Company, Mr. Rahul Bajaj, Chief Financial Officer (CFO)& Executive Director and Ms. Pragati Parnika, Company Secretary & Compliance Officer, be and are hereby jointly or severally authorised to finalise with



Banks/Financial Institutions the documents for creating aforesaid mortgage and/or the charge and to do all such acts and things as may be necessary for giving effect to the above resolution.”

**Total number of e-Votes considered in connection with the passing of the above mentioned Ordinary Resolution:**

(i) Voted in **Favour** of the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
6	7427072	100.00

(ii) Voted **against** the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
Nil	Nil	Nil


(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

**4. INCREASE THE LIMIT OF INTER-CORPORATE LOANS, INVESTMENTS, SECURITIES AND GUARANTEE UPTO RS. 100 CRORE:**

“**RESOLVED THAT** in suppression of all earlier resolutions passed in this connection by the Members in its meeting held as on 19.03.2018, and subject to the provisions of Section 179, 186 and all other applicable provisions, if any, of the Companies Act, 2013 read with rule no. 11 & 13 the Companies (Meeting of Board and its Powers) Rules, 2014 made thereunder (including any statutory modification(s) or enactment(s) thereof, for the time being in force), the consent of the Members of the Company through postal ballot (remote e-voting only) be and is hereby accorded to the Board of Directors of the Company (Hereinafter referred to as “Board “which term shall include any committee constituted by the Board or any person(s) authorized by the Board to exercise the power conferred on the Board by this resolution) to:

- (a) Make investments and acquires in one or more tranches by way of subscription, purchase or otherwise, in any kind of securities of any subsidiary(ies)/ any other body/bodies corporate and/or in trust in India or abroad (existing or which may be promoted or incorporated), provided that the total amount of such investments outstanding at any time shall not exceeds Rs. 100 Crores (Rupees One Hundred Crores only);
- (b) Give loans to any subsidiary(ies) or body(ies) corporate / or give guarantee or provide security in connection with a loan to any subsidiary(ies)/ body(ies) corporate in India or abroad (existing or which may be promoted or incorporated, provided that aggregate amount of such loan, investment and guarantee outstanding at any time shall not exceed Rs. 100 Crores (Rupees One Hundred Crores Only);

**RESOLVED FURTHER THAT** Mrs. Mahima Goel, Managing Director of the Company, Mr. Rahul Bajaj, Chief Financial Officer (CFO)& Executive Director and Ms. Pragati Parnika, Company Secretary & Compliance Officer), be and are hereby jointly or severally authorised to decide and finalize the terms and conditions while making investment within the aforesaid limits as mentioned in clause (a) including the power to transfer, lien and dispose of the investments so made, from time to time, to execute all deeds, documents and other writings and to do all such acts, deeds and matters and things as may be required and expedient for implementing and giving effects to this resolution.”

**Total number of e-Votes considered in connection with the passing of the above mentioned Special Resolution:**

(i) Voted in **Favour** of the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
6	7427072	100.00

(ii) Voted **against** the resolution:

Number of members voted through E-Voting System	Number of votes cast by them	% of Total No. of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total Number of votes cast by them
Nil	Nil

**For Gagan Goel & Co.**  
(Practicing company Secretaries)

  
  
**Gagan Goel**  
**Proprietor**  
**M.no. A30824**  
**COP: 21945**

**Date: 25<sup>th</sup> January, 2021**  
**Place: Delhi**

**UDIN: A030824B002204567**