# S.K. CONSULTANTS LIMITED



CIN: L74140WB1982PLC034815

**Regd. Office:** Mineral House, 27A, Camac Street, Kolkata-700016 **Tel No:** 033 2287 8663; **Email**: <a href="mailto:skjccu@gmail.com">skjccu@gmail.com</a>; **Website**: <a href="www.skconsultantsltd.com">www.skconsultantsltd.com</a>

# **POSTAL BALLOT NOTICE**

NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 AND RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 RELATING TO PASSING OF THE RESOLUTION BY POSTAL BALLOT READ WITH REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015&SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES), REGULATIONS 2009 INCLUDING ANY STATUTORY MODIFICATIONS OR AMENDMENTS OR RE-ENACTMENTS THEREOF ('DELISTING REGULATIONS').

Dear Members.

Notice is hereby given, pursuant to Section 110 of the Companies Act, 2013 ('Companies Act'), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars")and all other applicable provisions, if any, read with the applicable rules framed under the Companies Act relating to passing of the resolution by Postal Ballot and Regulation 8(1)(b) of the Delisting Regulations to the members of S.K. ConsultantsLimited('Company' / 'SKCL') and pursuant to the requisition letter dated 02.11.2020received from Mr. Shiv Kumar Jain, forming part of the Promoters/ Promoter Groupof the Company and the resolution passed by the Board of Directors of the Company at its meeting held on 10.11.2020; to consider and if found fit, to pass the following resolution as a special resolution ('Special Resolution') through a postal ballot ('Postal Ballot') or, alternatively, through the e-voting facility offered by the Company in this regard.

Due to difficulty in dispatch of the Notice along with the explanatory statement and postal ballot form by post or courier, on account of threat posed by COVID-19 pandemic situation and as permitted under the MCA Circulars, the Company is sending the Notice along with explanatory statement and form in electronic form only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act read with the rules framed thereunder and the MCA Circulars, the Company has extended both the remote e-voting facility and voting through Postal Ballot Forms for its members, to enable them to cast their votes electronically or submit the postal ballot form. The instructions for remote e-voting are appended to the Notice. The members holding Equity Shares of the Company have both the options of voting i.e. by e-voting and through Postal Ballot Form. Members are requested to carefully read the instructions printed in the Postal Ballot Form and return the Postal Ballot Form (no other form or photocopy is permitted). If the members choose to cast their votes through the Postal Ballot Form then the Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours at 05.00P.M. on 18.12.2020.

The Special Resolution, the explanatory statement ('Explanatory Statement') containing all material facts along with details regarding electronic voting are enclosed with this Notice for your consideration. The Board of Directors of the Company has appointed Mr. HansrajJaria, Company Secretary, CP No. 19394, M.No. FCS7703as the scrutinizer ('Scrutinizer') for conducting Postal Ballot process in a fair andtransparent manner.

Members desiring to avail option of for remote e-voting as per the facility arranged by the Company are requested to read the instructions in the Notes under the section 'Voting through Electronic means'. Reference to Postal Ballot in this Notice includes votes cast through remote e-voting. The remote e-voting period will commence on 19.11.2020 at 10:00 A.M. and will end on 18.12.2020 at 5:00 P.M. During this period, Members of the Company holding shares as on the cut-off date i.e., 06.11.2020 may cast their vote electronically.

Only members entitled to vote are entitled to fill in the Postal Ballot Form and send it to the Scrutinizer or vote under the e-voting facility offered by the Company, and any other recipient of the Notice who has no voting rights should treat the Notice as an intimation only. Kindly note that while exercising the vote, members holding equity shares of the Company can opt for only one of the two modes of voting i.e. either through Postal Ballot Form or E-voting. If you are opting for e-voting, then do not vote through Postal Ballot Form and vice versa.

Members may note that, the Company has engaged the services of National Security Depository Limited ('NSDL') to provide e-voting facility to the members of the Company. Accordingly, the Company is providing an e-voting facility as an alternate, which would enable the members to cast vote electronically instead of dispatching the Postal Ballot Form. Please read and follow the instructions on e-voting enumerated in the notes to this Notice.

#### **SPECIAL BUSINESS:**

Approval for Voluntary Delisting of the Equity Shares of the Company from The Calcutta Stock Exchange Limited ("CSE")i.e., the only Stock Exchange where the equity shares of the Company are listed:-

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

"RESOLVED THATpursuant to (i) the letter dated 02.11.2020 received from Mr. Shiv Kumar Jain forming part of the Promoters / Promoter Group of the Company, conveying his intention to voluntarily delist the equity shares of the Company from the CSE in accordance with the Securities And Exchange Board Of India (Delisting Of Equity Shares), Regulations 2009 as amended from time to time ("Delisting Regulations"); and (ii) the approval of the Board of Directors of the Company in its meeting held on 10.11.2020 for the voluntary delisting of the equity shares of the Company from the CSE and subject to the applicable provisions of the Companies Act, 2013 and rules made thereunder, the Delisting Regulations, Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, as amended from time to time and such other applicable provisions of the laws and receipt of the necessary approvals from CSE and such other approvals asmay be required under applicable law and subject to the terms of such approvals, the approval of the Members of the Company beand is hereby accorded to the proposed voluntary delisting of the Equity Shares of the Company and CSE throughacquisition of equity sharesheld by the Public Shareholders of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company ("the Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) be and is hereby authorized on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose and to make all necessary filings to facilitate the Delisting Offer in accordance with the conditions specified in the Delisting Regulations and the applicable provisions of the Companies Act, 2013, including making applications to CSE for seeking the in-principle and final approval for the Delisting Offer and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubts that may arise in this regard or delegate the aforesaid authority to any person or to engage any advisor, lawyers, consultant, agent or intermediary, as they may in their absolute discretion deem fit."

"RESOLVED FURTHER THAT Mr. Sidhartha Jain, Managing Director of the Company and Mr. Vishal Sarda, Director of the Company, be and are hereby severally authorised to file all such deeds, applications, documents and other related correspondence as may be required before any regulatory authority and to appear before, represent, negotiate, discuss and respond to all queries as may be requested for by any regulatory authority in connection with the aforesaid resolution."

"RESOLVED FURTHER THAT all actions taken or required to be takenby the Board in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

By Order of the Board For S.K. ConsultantsLimited

Sd/-Sidhartha Jain Managing Director DIN: 00239345

Date: 10.11.2020 Place: Kolkata

#### NOTES:--

- 1. An explanatory statement pursuant to section 102 of the Companies Act, 2013 read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed special business is annexed hereto
- 2. The notice is being sent to all the members, whose names appeared in the register of members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL)as on 06.11.2020. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the member as on that date.
- 3. All documents referred to in the accompanying notice and the explanatory statements are open for inspection at the registered office of the Company during working day in office hours from 11.00 A.M. up to 5.00 P.M.
- 4. The Board of Directors have in their meeting held on 10.11.2020 have appointedMr. HansrajJaria, Company Secretary, CP No. 19394, M.No. FCS 7703as Scrutinizer for conducting the Postal Ballot Process in accordance with the law and in a fair and transparent manner.
- 5. Shareholders are requested to make all correspondences pertaining to shares of the Company to the Compliance Officer of the Company i.e., Mr. Sidhartha Jainat Mineral House, 27A, Camac Street, Kolkata-700016
- 6. The Postal ballot Form is enclosed for the use of the member. Please read carefully the following instructions before exercising your vote and return the form duly completed, signifying your assent/ dissent, o as to reach the scrutinizer within a period of 30 days from the date of dispatch of notice i.e. before the close of working hours on 18.12.2020
- 7. In compliance with Section 108 and 110 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility as an alternate, for all its members to enable them to cast their vote electronically. The Company has entered into an agreement with National Securities Depository Limited (NSDL)for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting is optional. In case a member desires to exercise his vote by using e-voting facility then he has to carefully follow the instructions as given on the back side of Postal Ballot Form. Member can use the facility and log-in any number of times till he has voted on all the resolutions or till the end of voting period, whichever is earlier.

- 8. Shareholders who have registered their e-mail IDs with the NSDL / the Company shall be dispatched this Postal Ballot Notice through electronic means only as per the relaxation as provided vide the MCA Circulars. Shareholders have an option to vote either through e-voting or through Postal Ballot Form. Shareholders, who wish to vote through Postal Ballot Form can download Ballot Form from the link <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> or from the website of the Company i.e., <a href="www.skconsultantsltd.com">www.skconsultantsltd.com</a> or seek duplicate from the Company and fill in the details and send the same to the Scrutinizer.
- 9. The scrutinizer will submit his report after completion of the scrutiny, addressed to the chairman on 19.12.2020. The chairman will, or in his absence any other person so authorized by him, will announce the result of voting by postal ballot on 19.12.2020at 1.00 P.M. at the Registered Office of the Company. The result will also be published in newspapers and communicated to the Stock Exchange where the shares of the Company are listed. The result will also be put on the Company's website. The scrutinizer's decision on the validity of the Postal Ballot shall be final.

By Order of the Board For S.K. Consultants Limited Sd/-

Sidhartha Jain Managing Director DIN: 00239345

Date: 10.11.2020 Place: Kolkata

# EXPLANATORY STATEMENT FOR THE PROPOSED RESOLUTION PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013

- 1. 232200 equity shares of face value of Rs. 10/- each ('Equity Shares') of S.K. ConsultantsLimited('Company') are presently listed on the Calcutta Stock Exchange Limited('CSE')only. The Promoters/ Promoter Group of the Company collectively hold 173650 equity shares of the Company constituting 74.78% of the subscribed and paid-up equity share capital of the Company.
- 2. The Board of Directors of the Company have received a requisition letter dated 02.11.2020from Mr. Shiv Kumar Jain forming part of the Promoters /Promoter Groupof the Company. In the said Letter, he has notified his intention to acquire the Equity Shares held by the public shareholders of the Company('Public Shareholders') by providing an exit opportunity through a voluntary delistingoffer ('Delisting Offer') in accordance with Securities and Exchange Board of India(Delisting of Equity Shares), Regulations 2009 including any statutory modifications oramendments or re-enactments thereof ('Delisting Regulations') for acquiring 58550 equity shares representing 25.22% of the Equity Share Capital held by the publicshareholders, in order to delist the Equity Shares from CSE, i.e., the stock exchangewhere the equity shares of the company are presently listed.
- 3. The objective in making the Delisting Offer is to obtain full ownership of the Companywhich will provide the Promoters enhanced operational flexibility. Additionally, the Promoters believe that the proposed Delisting Offer would save time and cost for compliance with various laws and the management's time can be dedicated to the Company's business, as time dedicated to compliance with listing requirements gets reduced.
- 4. Pursuant to the intimation received from the Promoters, the Board of Directors of the Company, in its meeting held on 06.10.2020, took on record the Promoter's Letterand appointed M/s.VC Corporate Advisors Private Limited as the Merchant Banker forcarrying out due diligence as required in terms of regulation 8(1A)(ii) of the DelistingRegulations. The Merchant Banker in its report certified that(i) Promoters/ Promoter Group of the Company or their related entities have not carried out any transaction to facilitate the success of the delisting offer which is not in compliance with the provisions of sub-regulation (5) of regulation 4 of the Delisting Regulations. On receipt of the Due Diligence Report dated 09.11.2020 from M/s. VC Corporate Advisors Private Limited, the Board of Directors again met on 10.11.2020and approved the proposed delisting in terms of Regulation 8(1)(a) of the DelistingRegulations subject to approval of public shareholders of the Company. The result of themeeting of the Board of Directors of the Company held for approving the Delisting Offerwas notified to CSE on 10.11.2020.
- 5. In terms of regulation 8(1)(b) of the Delisting Regulations, the Delisting Offer requiresapproval of the members of the Company by way of a special resolution passed througha Postal Ballot in accordance with the Delisting Regulations. As per regulation 8(1)(b) of the Delisting Regulations, the special resolution passed by the members of the Companyshall be acted upon if the votes cast by the Public Shareholders in favour of the DelistingOffer amounts to at least two times the number of votes cast by Public Shareholders against it.
- 6. In the event that this special resolution is passed by the Members as set out above, subject to receipt of in-principle approval of the CSE and other applicable statutory approval as may be deemed necessary from time to time, an Offer Letter will be sent to all the public shareholders for their response to the Delisting Offer.
- 7. In Compliance with the provisions of Regulation 15(2) of the Delisting Regulations, the Exit Price has been determined in terms of Regulation 8 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with Regulation 27 of Delisting Regulations. In this regard VC Corporate Advisors Private Limited, Merchant Banker, have derived the fair value of the equity shares of the Company at

Rs. 94.08 vide their report dated 09.11.2020. The Public Shareholders of the Company may offer their equity shares at the fair value during the Delisting Offer.

- 8. The approval of the members is sought for the aforesaid special resolution, after which the Promoter will proceed, subject to receipt of necessary regulatory approvals, to make the Delisting Offer to the members of the Company in accordance with the provisions of the Delisting Regulations. The Board of Directors of the Company, therefore, place the proposed resolution for your consideration and recommends that it be passed as a special resolution.
- 9. The documents referred to in this notice and explanatory statement are available for inspection from 11.00 A.M. up to 04.00 P.Mon all workings days (except Saturday, Sundays & Public Holidays) at the Registered Office of the Company, until 18.12.2020.

Your Directors recommend the Special Resolution for approval of the shareholders. None of the Directors, Managers, Key Managerial Personnel and their relatives, in any way, is concerned or interested in the resolution except to the extent of their shareholding/ shareholding of their associates as Promoters / Promoter Group in the Company.

By Order of the Board For S.K. Consultants Limited Sd/-Sidhartha Jain

Managing Director DIN: 00239345

Date: 10.11.2020 Place: Kolkata

#### INSTRUCTIONS

Member(s) can opt only one mode for voting i.e. either by Physical Ballot or e-voting. In case you are opting for e-voting, then do not vote by physical ballot also and vice-versa. However, in case member(s) cast their vote both by Physical Ballot & e-voting, then voting done through e-Voting shall prevail and voting done by Postal Ballot shall be treated as invalid.

#### PROCESS AND MANNER FOR MEMBERS OPTING FOR PHYSICAL VOTING:

- 1. A member desiring to exercise his vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer before the close of working hours (5.00 P.M.) on or before 18.12.2020.
- 2. The members are requested to exercise their voting rights by using the attached Postal Ballot Form only. No other form or photocopy of the form is permitted. A member may request for a duplicate Postal ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the scrutinizer not later than the date specified in point (1) above.
- 3. The postal Ballot form must be completed and signed by the member as per the specimen signature registered with the Company/ Depository participant.
- 4. Incomplete/ Unsigned and incorrect Postal Ballot Form will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot shall be final and binding.
- 5. In case the shares are held by Body Corporate/ trust, the duly completed Postal Ballot form should be accompanied by a certified true copy of the Board Resolution/ authorization together with the attested specimen signature of the authorised signatories.
- 6. Members are requested not to send any other paper (other than Board Resolution/ authority as mentioned in point no. 5 above) along with the Postal Ballot Form addressed to the scrutinizer and any extraneous paper found would be destroyed by the scrutinizer.

## 7. VOTING THROUGH ELECTRONIC MEANS:

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote by electronic means as an alternative to vote physically through Postal Ballot, and the business may be transacted through e-Voting Services provided by National Securities Depository Limited ('NSDL')

# The instructions for members voting electronically are as under:

(i) The voting period begins on 19.11.2020 at 10.00 A.M. and ends on 18.12.2020at 5.00 P.M. During this period shareholders of the Company, holding shares in Demat& Physical as on the cut-off date of 06.11.2020, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

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 <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>

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

#### **Details on Step 1 is mentioned below:**

## **How to Log-into NSDL e-Voting website?**

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> 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	Your User ID is:		
(NSDL or CDSL) or Physical			
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 holdshares 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. Your password details 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 NSDL account or folio number for shares held in physical form. The .pdf file contains

- your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

# **Details on Step 2 is given below:**

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

- 1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Thenclick 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**

- 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 <a href="mailto:hansrajjaria@gmail.com">hansrajjaria@gmail.com</a> .Please mention the e-mail ID of Scrutinizer> with a copy marked to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a>.
- 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 <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a> or call on toll free no.: 1800-222-990 or send a request atevoting@nsdl.co.in

# S.K. CONSULTANTS LIMITED



**CIN:** 74140WB1982PLC034815

**Regd. Office:** Mineral House, 27A, Camac Street, Kolkata-700016 **Tel No:** 033 2287 8663; **Email**: <a href="mailto:skjccu@gmail.com">skjccu@gmail.com</a>; **Website**: <a href="www.skconsultantsltd.com">www.skconsultantsltd.com</a>

#### POSTAL BALLOT FORM

Pursuant to Section 110 of the Companies Act, 2013
Please read carefully the instructions attached with the Notice before completing this form
(To be returned to the Scrutinizer appointed by the Company)

**Postal Ballot No.:** 

1 Name of	the Sole/	First Named	:
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Shareholder

2 Registered address of the sole/ first named Shareholder

3 Name of the Joint Holder(s) if any :

4 Registered Folio No. / : DP ID &Client ID

5 No. of shares held

I/We hereby exercise my/our vote in respect of the **Special Resolution** to be passed by means of Postal Ballot for the business set out in the Notice dated 10.11.2020of the Company by sending my/our assent or dissent to the said Resolution by placing the tick ( $\sqrt{}$ ) mark at the appropriate box below:

Item No.	Items	No. of Shares	I/We assent to the	I/We dissent to the
		3 3 - 3	resolution (FOR)	resolution (AGAINST)
1.	Special Resolution subject to all the applicable provisions of the Companies Act, 2013 and SEBI (Delisting) Regulations, to consider the voluntary Delisting of the equity shares of the Company from CSE i.e., the only Stock Exchangewhere the equity shares of the Company are presently listed.			

Place: Date:

#### Signature of the Shareholder/ Authorised Representative

# **ELECTRONIC VOTING PARTICULARS**

EVEN	USER ID	Password / PIN
(Electronic Voting Event Number)		
114895		

# Please referto e-voting instructions mentioned in annexure attached

The e-voting facility will be available during the following voting period:

Commencement of e-voting: From < Thursday, 19.11.2020 at 10.00 A.M.>

End of e-voting: Up to <Friday, 18.12.2020at5.00 P.M.>

#### Note:

- 1. Please read carefully the instructions overleaf before exercising your vote.
- 2. Please note that the last date for receipt of Postal Ballot Forms by the Scrutinizer is 18.12.2020.

#### **INSTRUCTIONS:**

- 1. Members have option to vote either through Postal Ballot Form or through e-voting. If a member exercises his/ her voting by both Postal Ballot Form and through e-voting, then the vote cast through e-voting shall be considered as valid. Further, the decision of the Scrutinizer on validity of the vote shall be final.
- 2. Voting period commences on and from 19.11.2020 at 10.00 A.M. and ends on 18.12.2020 at 05.00 P.M.
- 3. The results of the Postal Ballot and e-voting will be announced on 19.12.2020 at 01:00 P.M. at the Registered Office of the Company and shall also be published in the newspapers.
- 4. The voting rights for the shares are one vote per equity share, registered in the name of shareholders/ beneficial owners of the Company as on 06.11.2020.
- 5. The Scrutinizer's decision on the validity of the Postal Ballot and e-voting will be final.
- 6. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of board resolution/authorization giving requisite authority to the person voting on the Postal Ballot Form, together with the duly attested specimen signature(s) of the authorized signatories.
- 7. The Postal Ballot Form duly completed and signed should be forwarded to the Scrutinizer Mr. HansrajJaria, Company Secretary, CP No. 19394, M.No. FCS 7703, so as to reach the Scrutinizer not later 5:00 P.M. on 18.12.2020. Postal Ballot Forms received after this date will be strictly treated as if the reply from such members has not been received.
- 8. A Member can apply for duplicate Postal Ballot Form through an email at skjccu@gmail.com, or may be downloaded from the Company's website at <a href="www.skconsultantsltd.com">www.skconsultantsltd.com</a> if so required. For any clarification(s), please contact Mr. <a href="Sidhartha">Sidhartha</a> Jain at skjccu@gmail.com.
- 9. Unsigned, incomplete or incorrectly ticked Postal Ballot Forms shall be rejected. The scrutinizer's decision on the validity of the postal ballot shall be final and binding.
- 10. Members are requested not to send any other paper(other than Board Resolution/ authority as mentioned in point no. 6 above) along with the Postal Ballot Form. If any extraneous paper is found, the same will be destroyed by the Scrutinizer.
- 11. There will be one Postal Ballot Form for every Registered Folio/Client ID, irrespective of the number of joint holders.