

COLAB CLOUD PLATFORMS LIMITED

POSTAL BALLOT NOTICE



To the Members,

Postal Ballot Notice pursuant to Section 108, 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

NOTICE is hereby given pursuant to the provisions of Section 110 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (collectively the “Act”, which shall include any statutory modifications, amendments or re-enactments thereto) read with General Circular Nos. 14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 08th December 2021, 3/2022 dated 05th May 2022, 11/2022 dated 28th December 2022 and the latest one being general circular no. 9/2023 dated 25th September 2023, issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”) and any other applicable law, circulars, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for seeking approval of the shareholders by way postal ballot (“Postal Ballot”) through remote e-voting and Postal Ballot Form for the following special / ordinary resolutions considered as special businesses:

Sr. No.	Resolution	Type of Resolution
1.	Regularization of appointment of Mr. Puneet Singh Chandhok (DIN: 01546843) as a Managing Director of the Company.	Ordinary
2.	Regularization of appointment of Mr. Amardeep Singh (DIN: 02136503) as an Executive Director of the Company.	Ordinary
3.	Approval of implementation of the Colab Cloud - Employee Stock Option Plan (Colab ESOP 2024)	Special
4.	Approval of offer of grant under “Colab Cloud - Employee Stock Option Plan 2024” to the employee(s) of subsidiary company(ies)	Special

E-voting for aforesaid resolutions

commence on	concludes on	Cut-off date for eligible members
Sunday, 07 th July 2024 at 9.00 A.M.	Monday, 05 th August 2024 at 5.00 P.M.	Friday, 28 th June 2024

An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons / rationale thereof form part of this Postal Ballot Notice.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the SEBI LODR Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) for facilitating e-voting. The Company has made necessary arrangements with Satellite Corporation Services Pvt. Ltd., Registrar and Share Transfer Agent (“RTA”) to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

Pursuant to Rule 22(5) of the Management Rules, the Board has appointed **M/s. Jaymin Modi & Co., Company Secretaries (COP: 16948 and PRC: 2146/2022)**, as the scrutinizer (“Scrutinizer”) for conducting the Postal Ballot / e-voting process in a fair and transparent manner. The Scrutinizer is willing to be appointed and be available for the purpose of ascertaining the requisite majority.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than **5:00 P.M. (IST) on Monday, 05th August 2024**. The e-voting facility will be

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disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time. The envelopes containing the Postal Ballot Form should reach the Scrutinizer not later than the close of business hours i.e. Monday, 05th August 2024 at 05.00 PM.

The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman"), or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 48 working hours from the conclusion of the voting. The result declared along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice. The last date of voting, i.e., **Monday, 05th August 2024**, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

SPECIAL BUSINESSES:

1. REGULARIASATION OF APPOINTMENT OF MR. PUNEET SINGH CHANDHOK (DIN: 01546843) AS A MANAGING DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and the rules framed in this behalf (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of Nomination and Remuneration Committee, the approval of the members of the Company be and is hereby accorded to appoint Mr. Puneet Singh Chadhok (DIN: 01546843) as a Managing Director of the Company for a period of 5 years w.e.f. 07th May 2024 on such remuneration along with other terms and conditions as recommended by Nomination and Remuneration Committee and brief of same are as below:

Designation: Managing Director.

Term of Appointment: 5 years from 07th May 2024 to 06th May 2029.

Remuneration: Upto Rs. 5,00,000/- p.a, an annual Cost to Company basis which includes Basic Salary, Perquisites and other allowance/benefits as may be decided by the Board of Directors of the Company on recommendation of Nomination & Remuneration Committee, from time to time, subject to the overall limits as specified under the Companies Act, 2013 and the Schedule V of the Companies Act, 2013.

Perquisites and Allowances: All perquisites, allowances, benefits and amenities as per the service rules of the Company, as applicable from time to time. He will be further entitled to all such facilities and allowances as may be applicable to the employees of the Senior Management Cadre of the Company.

Commission: Mr. Puneet Singh Chadhok shall also be entitled to commission, in addition to salary, perquisites, allowances and other reimbursements, subject to overall ceilings stipulated under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and as recommended by Nomination and Remuneration Committee.

Overall Remuneration: The aggregate of salary, perquisites, allowances and commission in any financial year shall not exceed the limits specified under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 for the time being, be in force.

RESOLVED FURTHER THAT the remuneration prescribed herein shall be paid as a minimum remuneration to Mr. Puneet Singh Chadhok for any financial year during which the Company has no profits or its profits are inadequate, subject to approvals if an required for the same and also in accordance with the provisions of Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013.

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RESOLVED FURTHER THAT at any time the Board of Directors of the Company be and are hereby authorized to alter, modify and vary the terms and conditions of said appointment including remuneration to the extent recommended by the Nomination and Remuneration Committee, from time to time as may be considered appropriate and fit, subject to the overall limits specified in the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and as may be agreed with Mr. Puneet Singh Chadhok.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all acts, deeds and things, necessary and expedient to give effect to this resolution”.

2. REGULARIZATION OF APPOINTMENT OF MR. AMARDEEP SINGH (DIN: 02136503) AS AN EXECUTIVE DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“LODR Regulations”), the Articles of Association of the Company and based on recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company, Mr. Amardeep Singh (DIN: 02136503), who was appointed as an Additional Executive Director with effect from 25th June 2024, be and is hereby appointed as an Executive Director of the Company and that he shall be liable to retire by rotation.

RESOLVED FURTHER THAT any of the Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered expedient and necessary to give effect to this resolution.”

3. APPROVAL OF IMPLEMENTATION OF THE COLAB CLOUD - EMPLOYEE STOCK OPTION PLAN (COLAB ESOP 2024):

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force; and in accordance with the relevant clauses of the Articles of Association of the Company; the provisions of Regulation 6 and other applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 as amended and enacted from time to time read with all circulars and notifications issued thereunder (“SBEB and SE Regulations”); the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and any other applicable laws, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, for the time being in force, the consent of the members of the Company, be and is hereby accorded to the introduction and implementation of **“Colab Cloud - Employee Stock Option Plan 2024” (“ESOP 2024”)** and the Board of Directors of the Company (*hereinafter referred to as the “Board” which term shall be deemed to include any Committee, including the Compensation Committee, which the Board has constituted to exercise its powers, including the powers, conferred by this resolution*) be and is hereby authorised to create, grant, offer, issue and allot under the scheme, in one or more tranches, not exceeding 1,00,00,000 (One Crore) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) exercisable into not more than 1,00,00,000 (One Crore) equity shares of face value of Rs. 02/- (Rupee Two only) each fully paid-up, where one employee stock option would convert in to one equity share upon exercise (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) to or for the benefit of such person(s) who are in employment of the Company within the

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meaning of the Plan, including any director, whether whole time including a non-executive director, contractual employees (other than promoter or person belonging to the promoter group of the Company, director(s) holding directly or indirectly more than 10% of the outstanding equity shares of the Company), as may be decided under the Scheme, on such terms and in such manner as the Board / Committee may decide in accordance with the provisions of the applicable laws and the provisions of the Scheme.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee ('Committee') be and is hereby designated as Compensation Committee in pursuance of the SEBI SBEB & SE Regulations for the purpose of administration and superintendence of the scheme.

RESOLVED FURTHER THAT the Board/Committee, the Managing Director, Chief Financial Officer and Company Secretary be and are hereby jointly and severally authorised to implement the Plan in such manner as may be deemed fit, including to issue and allot fully paid-up equity shares upon exercise of such Options and such equity shares shall rank pari passu in all respects with the existing equity shares of the Company, based on the terms and conditions of ESOP.

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issues, bonus issues, merger, sale of division or otherwise, if any additional equity shares are issued by the Company to the Option grantees, for the purpose of making a fair and reasonable adjustment to the Employee Stock Options granted earlier, the ceiling in terms specified above shall be deemed to be increased to the extent of such additional equity shares issued.

RESOLVED FURTHER THAT in case the equity shares of the Company are either subdivided or consolidated, then the number of shares to be allotted and the price of acquisition payable by the Option grantees under the Plan shall automatically stand reduced or augmented, as the case may be, in the same proportion as the face value per equity share shall bear to the revised face value of the equity shares of the Company, after such subdivision or consolidation, without affecting any other rights or obligations of the said Option grantees.

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under the SBEB and SE Regulations and any other applicable laws and regulations to the extent relevant and applicable to the Plan.

RESOLVED FURTHER THAT the Board/Committee be and is hereby also authorised at any time to modify, change, vary, alter, amend, suspend or terminate the Plan subject to the compliance with the applicable laws and regulations and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard without being required to seek any further consent or approval of the Members and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the Plan and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Board/Committee, the Managing Director, Chief Financial Officer and Company Secretary be and are hereby authorized severally to take requisite steps for listing of the equity shares allotted under the Plan on the Stock Exchanges where the equity shares of the Company are listed, in due compliance with SBEB and SE Regulations, Listing Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board/Committee, the Managing Director, Chief Financial Officer and Company Secretary be and are hereby severally authorized to do all such acts, deeds, and things, as it may, at its absolute discretion deem necessary, including authorising the appointment of Merchant Bankers, Brokers, Solicitors, Registrars & Share Transfer Agents, Compliance Officer, and other advisors, consultants or representatives, being incidental to the effective implementation and administration of the Plan as also to make applications to the appropriate authorities, parties and the institutions for their requisite approvals and all other documents required to be filed in the above connection.

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RESOLVED FURTHER THAT the certified true copy of this resolution be furnished to such person(s)/ entities/ department(s)/ authorities, etc. as may be considered necessary under the signature of any one director or the Company Secretary or the Chief Financial Officer of the Company.”

4. APPROVAL OF OFFER OF GRANT UNDER “COLAB CLOUD - EMPLOYEE STOCK OPTION PLAN 2024” TO THE EMPLOYEE(S) OF SUBSIDIARY COMPANY(IES):

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the provisions of Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 (referred to as “SEBI SBEB & SE Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the relevant provisions of the Memorandum and Articles of Association of the Company and subject further to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the members’ of the Company be and is hereby accorded to the introduction and implementation of “Colab Cloud - Employee Stock Option Plan 2024” (“ESOP 2024”) and authorizing the Board of Directors of the Company (*hereinafter referred to as the “Board” which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee which the Board has constituted to exercise its powers, including the powers, conferred by this resolution and under Regulation 5 of the SEBI SBEB & SE Regulations*) to grant from time to time, in one or more tranches, such number of employee stock Options (“Options”) under ESOP 2024 within the limit prescribed therein that is not exceeding 1,00,00,000 (One Crore) options to or for the benefit of such person(s) who are in employment of the subsidiary company(ies) within the meaning of the Plan, including any director, whether whole time or otherwise (other than promoter or person belonging to the promoter group of the Company, independent directors and director(s) holding directly or indirectly more than 10% of the outstanding equity shares of the Company), as may be decided under the Plan, exercisable into corresponding number of equity shares of face value of Rs. 02/- (Rupees Two) each fully paid-up, where one Option would convert in to one equity share upon exercise, on such terms and in such manner as the Board may decide in accordance with the provisions of the applicable laws and the provisions of ESOP 2024.”

“RESOLVED FURTHER THAT the equity shares so issued and allotted as mentioned hereinbefore shall rank *pari passu* with the then existing equity shares of the Company.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to any committee of directors with a power to further delegate to any executives / officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings etc. as may be necessary in this regard.”

“RESOLVED FURTHER THAT the certified true copy of this resolution be furnished to such person(s)/ entities/ department(s)/ authorities, etc. as may be considered necessary under the signature of any one director or the Company Secretary or the Chief Financial Officer of the Company.”

By Order of the Board
Colab Cloud Platforms Limited

DEEPIKA
MILAN
UNDHAD

Deepika Undhad
Company Secretary and Compliance Officer
Membership No: A41244

Date: 01st July 2024

Place: New Delhi

Registered Office:

125, 2nd Floor, Shahpur Jat, New Delhi, Delhi - 110 049.

Tel: 8828865429; E-mail: cs@colabcloud.in; Website: www.colabcloud.in

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NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 read with Section 110 of the Act and Rule 22 of the Rules setting out the material facts and reasons for the proposed Resolution of the Postal Ballot Notice is appended herein below for your consideration.
2. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide Remote e-Voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to Remote e-Voting is mentioned in this Notice.
3. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding Remote e-Voting is being sent by electronic mode only to those Members whose names appear in the Register of Members / list of Beneficial Owners, maintained by the Company / Depositories as at close of business hours on **Friday, 28th June 2024 (i.e. Cut-off date)**, and whose e-mail IDs are registered with the Depository Participants (DPs) or with the Company or its Registrar and Transfer Agent as on the Cut-off date and will be sent to those member who will register their e-mail address in accordance with the process outlined in this Notice. For Members who have not registered their e-mail IDs, please follow the instructions being part of this notice.
4. A copy of the Postal Ballot Notice is available on the website of the Company at www.colab.in, website of the stock exchange i.e. BSE Limited at www.bseindia.com and on the website of our e-Voting agency i.e. Central Depository Services (India) Limited ('CDSL') e-voting website at www.evotingindia.com
5. All documents referred to in the Postal Ballot Notice will also be available electronically for inspection, without any fee, to Members from the date of circulation of the Postal Ballot Notice up to the closure of the voting period. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to cs@colabcloud.in from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.
6. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.
7. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e., **Friday, 28th June 2024**. Members whose names appear in the Register of Members / List of Beneficial Owners as on the Cut-off Date shall only be considered eligible for the purpose of Voting and those members would be able to cast their votes and convey their assent or dissent to the proposed resolution through the Remote e-Voting process or Postal Ballot Form. Any person who is not a member as on the Cut-off date should treat this Postal Ballot Notice for information purpose only.
8. The Remote e-Voting will commence on **Sunday, 07th July 2024 at 9:00 A.M. (IST)** and will end on **Monday, 05th August 2024 at 5:00 p.m. (IST)**. During this period, members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The Remote e-Voting will be blocked by CDSL immediately thereafter and will not be allowed beyond the said date and time.
9. The Board of Directors of the Company has appointed M/s. Jaymin Modi & Co., Company Secretaries (COP: 16948 and PRC: 2146/2022), as Scrutinizer, to scrutinize the Postal Ballot through Remote e-Voting process and postal ballot forms in a fair and transparent manner. He has communicated his willingness for such an appointment and will be available for the same.
10. Last date for receipt of the Postal Ballot form by the Scrutinizer is **Monday, 05th August 2024**. Postal Ballot forms should be sent to the scrutinizer M/s. Jaymin Modi & Co.
11. Once the votes on the Resolution are casted by the Member, the Member shall not be allowed to change these subsequently.
12. The Scrutinizer will submit his report to the Chairman, or any other person authorised by the Chairman after the completion of scrutiny and the result of the voting by postal ballot through the Remote e-Voting process and ballot forms will be announced by the Chairman, or such person as authorised, on or before **Wednesday, 07th August 2024**. The Scrutinizer's decision on the validity of the e-voting shall be final and binding.

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13. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.colabcloud.in immediately after the result is declared by the Chairman or any other person authorized by him, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed.
14. The Resolution, if approved by the requisite majority through Postal Ballot, shall be deemed to have been passed on **Monday, 05th August 2024**, i.e., the last date specified for receipt of votes through the Remote e-Voting process and postal ballot forms.

THE DETAILS OF THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE EXPLAINED HEREIN BELOW:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Sunday, 07th July 2024** from 9.00 a.m. (IST) and shall end on **Monday, 05th August 2024** at 5.00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 28th June 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December 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.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi Tab.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by

	<p>company. On clicking the e-voting 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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdsiindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>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.cdsiindia.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.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 eVoting service provider name and you will be redirected to eVoting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period</p>

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.

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

Login type	Helpdesk details
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
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

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (iv) Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Colab Cloud Platforms Limited on which you choose to vote
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

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- (xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) Additional Facility for Non - Individual Shareholders and Custodians - For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@colabcloud.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

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

ITEM NO.1:

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) at their meeting held on 07th May 2024 has appointed Mr. Puneet Singh Chandhok (DIN: 01546843) as an Additional Director designated as Managing Director of the Company pursuant to Section 161(1) of the Companies Act, 2013 for a period of five years commencing from 07th May 2024 till 06th May 2029, subject to approval of the members.

As per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the listed entity shall ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the members is sought to comply with the Listing Regulations.

The NRC and the Board of Directors is of the opinion that Mr. Puneet Singh Chandhok’s vast knowledge and diversified business interests including Real estate, Finance, Entertainment, Sports and Hospitality etc. will be of great value to the Company.

Mr. Puneet Singh Chadhok has further confirmed that he is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by SEBI.

The Board recommends the Resolution at Item No. 1 of this Notice relating to his appointment as a Managing Director of the Company as an Ordinary Resolution for your approval.

Except, Mr. Puneet Singh Chandhok, none of the other Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution at Item No. 1.

Information in accordance with Schedule V of Companies Act, 2013:

I. GENERAL INFORMATION:

Nature of Industry	Information Technology and Tech Based Company
Date or expected date of commencement of commercial production	N.A. Since the Company has already commenced its business activities
In case of new companies, expected date of commencement of business activities as per project approved by financial institutions appearing in the prospects	N.A.

Financial Performance:

(INR in Thousands)

Particulars	31 st March 2024	31 st March 2023	31 st March 2022
Total Income	22,554.58	15,020.96	2,814.22
Depreciation	108.86	-	-
Total Expenses	4,762.44	3,556.98	1,003.91
Net Profit	178,87.14	8,483.34	1,418.12
Paid-up Capital	204,000.00	102,000.00	30,000.00
Reserves & Surplus	12961.95	97,074.80	9,391.46

Foreign Investments or collaborations, if any- There is no direct foreign investment in the Company. There is no foreign collaboration in the Company.

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II. INFORMATION ABOUT THE DIRECTOR:

Background details	Mr. Puneet Singh Chandhok is a businessman with diversified business interests including Real estate, Finance, Entertainment, Sports and Hospitality etc.
Past remuneration	Not applicable
Recognition or awards	<ul style="list-style-type: none"> National Film Award for Best Special Effects 2013 at the 61st National Film Awards for the movie Jal. Jal was shortlisted in advance list for contention for Best Picture category and Best Original Score at the Oscars. Owner of Punjab De Sher team in Celebrity Cricket League, one of India's biggest sportainment properties. Co-owner of Australia Champions team of World Championship of Legends (WCL).
Job profile and his suitability	Puneet Singh Chandhok has great foresight in identifying upcoming business opportunities and has successfully scaled several nascent ideas into a successful business enterprise. He specializes in building relationship with various stakeholders, client acquisition and business collaborations.
Remuneration proposed	Upto Rs. 5,00,000/- p.a. subject to the limits prescribed in section 197 and Schedule V of the Companies Act, 2013.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the Company, industry benchmark in general, profile, position, responsibilities, capabilities and the involvement of Mr. Puneet Singh Chadhok in the Company, the proposed remuneration is reasonable and in line with the remuneration levels in the Industry, across the Country and befits his position.
Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	None

III. OTHER INFORMATION:

Reason of loss or inadequate profits	The Company has maintained steady growth. The management has a positive outlook for the long-term future prospects.
Steps taken or proposed to be taken for improvement	The Company has undertaken stringent cost actions and continues to curtail both employee and non-employee costs. Also, the management continues to explore avenues to increase revenues through judicious investments in capabilities
Expected increase in productivity and profits in measurable terms	The company is committed to build the business operations within the budget and considering that the business operates on a going concern basis, it is believed that financial position of the Company will improve in the future.

The details of Mr. Puneet Singh Chadhok as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this Notice. The Board of Directors recommends the resolution at Item No. 1 of this Notice for your approval.

None of the Directors, Key Managerial Personnel and relatives thereof other than Mr. Puneet Singh Chadhok and his relatives has any concern or interest, financial or otherwise, in the resolution at Item no. 1 of this Notice.

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ITEM NO. 2:

The Board of Directors (based on the recommendation of Nomination and Remuneration Committee) at the meeting held on 20th June 2024 has appointed Mr. Amardeep Singh (DIN: 02136503) as an Additional Director designated as Executive Director of the Company pursuant to Section 161(1) of the Companies Act, 2013, subject to approval of members.

As per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders is sought to comply with the Listing Regulations.

The NRC and the Board of Directors is of the opinion that Mr. Amardeep Singh's experience as an entrepreneur with career spanning across two decades and diversified business interests including but not limited development of Technical Software and Product Designs, dealing with complex Supply Chains, to Sports Management and to the Film Production etc. will be of great value to the Company.

Mr. Amardeep Singh is eligible for appointment as an Executive Director liable to retire by rotation. He has given his consent to act as a Director of the Company pursuant to Section 152 of the Act.

Mr. Amardeep Singh has further confirmed that he is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by SEBI.

The details of Mr. Amardeep Singh as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this Notice. The Board of Directors recommends the resolution at Item No. 2 of this Notice for your approval.

Except, Mr. Amardeep Singh, none of the other Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution at Item No. 2.

ITEM NO. 3 & 4:

Approval of "Colab Cloud - Employee Stock Option Plan 2024" (ESOP 2024)

Stock Options have long been recognised internationally as an effective instrument to align the interest of employees with those of the Company and its Shareholders, providing an opportunity to employees to share the growth of the Company and to create long term wealth in the hands of the employees. It creates a sense of ownership between the Company and its employees, paving the way for a unified approach to the common objective of enhancing overall shareholders' value. The Board of Directors of the Company (hereinafter referred to as the "Board") has identified the need to enhance the employee engagement, to reward the employees for their association and performance as well as to motivate them to contribute to the overall growth and profitability of the Company and to create a sense of ownership and participation amongst them.

Your Company believes that equity-based compensation plans are effective tools to reward the Employees for their association with the Company, their performance, as well as to attract, retain and reward Employees to contribute to the growth and profitability of the Company. The Company appreciates the role of its Employees who play a pivotal role in the organisational growth. It strongly feels that the value created by its people should be shared by them. Towards achieving these objectives, your Company intends to implement a new equity-based compensation plan namely "**Colab Cloud - Employee Stock Option Plan 2024**" ("ESOP 2024") comprising of Employee Stock Options ("Options") for eligible employees including the employees exclusively on contractual basis and employees of its future holding/subsidiary or associate company, if any.

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The Nomination and Remuneration Committee at its meeting held on 01st July 2024 and the Board of Directors at its meeting held on same day approved the plan viz., ESOP 2024, subject to the approval of the Members of the Company.

In terms of Section 62(1)(b) of the Companies Act, 2013 ('the Act') and Rules made thereunder read with Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB and SE Regulations"), approval of the Members of the Company is being sought in respect of approval, implementation of the Plan and grant of Options thereunder to the eligible employees of the Company, as decided from time to time as per provisions of the Plan read with provisions of SBEB and SE Regulations.

The main features and other details of the Scheme as per Regulation 6(2) read with Part C of Schedule I of SEBI (SBEB & SE) Regulations, 2021 and Section 62 of the Companies Act, 2013 read with Rule 12 of Companies (Share capital and Debentures) Rules, 2014 are as under:

A. Brief Description of the Plan:

The Scheme shall be called as the Colab Cloud – Employee Stock Option Plan 2024 or "ESOP 2024" and the Scheme shall extend its benefits to or for the benefit of such eligible employee(s)/ persons as designated by the Company, within the meaning of the Scheme of the Company in accordance with the applicable laws.

The Plan shall be considered to be established with effect from the date of approval of the Members of the Company and it shall continue to be in force until (i) its termination by the Company as per provisions of Applicable Laws, or (ii) the date on which all the Options available for issuance under the Plan have been issued and exercised, whichever is earlier.

Keeping in view the aforesaid objectives, the Plan contemplates grant of Options to the eligible Employees of the Company. After vesting of Options, the eligible Employees earn a right without any obligation, to exercise the vested Options within the Exercise Period and obtain equity shares of the Company subject to payment of exercise price and satisfaction of any tax obligation arising thereon. The Nomination and Remuneration Committee shall act as the Compensation Committee for the administration of Plan as required under the SBEB and SE Regulations. All questions of interpretation of the Plan shall be determined by the Committee and such determination shall be final and binding upon all persons having an interest in the Plan.

B. Total number of Options to be granted:

The total number of Options to be granted under the Plan shall not exceed 1,00,00,000 (One Crore) Options. Each Option when exercised would be converted in to one equity share of Rs. 02/- (Rupees Two only) each fully paid-up. Further, pursuant to the SBEB and SE Regulations, a fair and reasonable adjustment shall be made to the Options granted upon any Corporate Action(s) such as Rights Issue, Split, Bonus Issue, merger, sale of undertaking, etc. In this regard, the Committee shall adjust the number and price of the Options granted in such a manner that the total face value of the Options granted under the Plan remains the same after any such Corporate Action.

Accordingly, if any additional Options are required to be issued by the Company to the Option Grantees for making such fair and reasonable adjustment, the ceiling of 1,00,00,000 (One Crore) Options, shall be deemed to be increased to the extent of such additional Options issued.

C. Identification of classes of employees entitled to participate in the Plan:

Within the meaning of the Scheme, an "Eligible Employee" means

- (i) an employee as designated by the Company, who is exclusively working in India or outside India or (whether whole time or not);
- (ii) a Director of the Company, whether whole time or not including a non-executive director who is not a Promoter or member of the Promoter Group, but excluding an independent director or a director who either by himself or

through his relatives or through anybody corporate, directly or indirectly holds more than 10% of the issued and subscribed Shares of the Company; or
(iii) exclusive contractual employees.

D. Requirements of Vesting and period of Vesting:

The options granted under Scheme shall vest, subject to completion of minimum 1 (One) year from the date of Grant and as may be decided by the Committee.

The specific Vesting schedule and Vesting conditions subject to which Vesting would take place would be outlined in the document given to the Option Grantee at the time of Grant of Options.

Options shall vest essentially based on continuation of employment/ service as per requirement of SEBI SBEB & SE Regulations. Apart from that the Committee may prescribe achievement of any performance condition(s) for vesting.

E. Maximum period within which the Options shall be vested:

All the Options granted on any date shall vest not later than a maximum of 1 (One) year from the date of grant of Options as stated above.

F. Exercise price or pricing formula:

Exercise Price shall be the price as may be determined by the Nomination and Remuneration Committee (NRC)/ Compensation Committee.

G. Exercise period and the process of exercise:

The Exercise Period in respect of a Vested Option shall be a maximum period of 05 (Five) years from the date of Vesting of Options.

In the event of resignation / termination / retirement / death / permanent incapacity / abandonment of employment, the vested Options shall be exercisable in line with the Scheme, pursuant to the provisions of SBEB and SE Regulations and as determined by the Committee in this regard.

The process for exercise shall be as may be determined by the Committee in accordance with the SBEB and SE Regulations, as amended from time to time.

H. Lock-in period:

The Shares issued upon Exercise shall be freely transferable and shall not be subject to any lock-in period restriction after such issue except as required under the Applicable Laws including that under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, or Code of Conduct framed by the Company under the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulations, 2015.

I. Appraisal process for determining the eligibility of employees under the Plan:

Appraisal process for determining the eligibility of the Employees will be based on designation, criticality, high potential; tenure of service, performance linked parameters such as work performance and such other criteria as may be determined by the Committee at its sole discretion, from time to time.

J. Maximum number of Options to be issued per employee and in aggregate, if any:

The maximum number of Options that may be granted to any specific Employee, in one or more grants/tranches and in aggregate under the Plan shall not exceed 01% of the Share capital.

K. Maximum quantum of benefits to be provided per employee under the Plan:

No monetary benefit other than grant of Options or consequential issue of Equity Shares is envisaged under the ESOP 2024.

L. Route of implementation of the plan:

The Plan shall be implemented and administered directly by the Company and as determined by the Committee in line with the provisions of the SBEB and SE Regulations. However, the Company may seek shareholders' approval in case of change of route of implementation is thought expedient in future.

M. Source of acquisition of shares under the Plan:

The Company shall issue fresh (primary) shares upon exercise of the Options under the Plan.

N. Amount of loan to be provided for implementation of the Plan by the Company to the trust, its tenure, utilization, repayment terms, etc.:

Not Applicable, as the ESOP 2024 is being implemented through Direct Route.

O. Maximum percentage of secondary acquisition:

Not Applicable, as the ESOP is being implemented through Direct Route.

P. The conditions under which Options vested in employees may lapse:

The vested Options shall lapse in case of termination of employment due to misconduct or due to breach of Company policies or the terms of employment. Further, irrespective of employment status, in case vested Options are not exercised within the prescribed exercise period, then such vested Options shall lapse.

Q. The specified time period within which the employee shall exercise the vested Options in the event of a proposed termination of employment or resignation or retirement of employee:

In case of Termination due to misconduct, all the Vested as well as Unvested Options shall get cancelled with effect from the date of issuing notice of such termination.

In case of resignation, all the Vested Options as on date of resignation shall be allowed to exercise by the last working day from date of resignation. And all the Unvested Options shall be cancelled with effect from date of resignation.

In case of retirement, all the Vested Options as on date of retirement shall be allowed to exercise within 24 (Twenty-Four) months from date of retirement. And all the Unvested Options shall vest as per normal Vesting schedule.

In case of death/ permanent incapacity, all the Vested Options shall be exercised by legal heir (in case of death) or Option Grantee immediately but in no event later than 12 (Twelve) months from the date of such event. All Unvested Options shall vest with the immediate effect of such event.

R. Terms & conditions for buyback, if any, of specified securities covered / Options granted under the Plan:

Subject to the provisions of the then prevailing applicable laws, the Committee shall determine the procedure for buy-back of Options granted under the Plan if it is to be undertaken at any time by the Company, and the applicable terms and conditions thereof.

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DETAILS OF DIRECTOR SEEKING SHAREHOLDERS APPROVAL FOR APPOINTMENT PURSUANT TO REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH CLAUSE 1.2.5 OF SECRETARIAL STANDARD SS- 2 ON GENERAL MEETINGS:

Name of the Director	Mr. Puneet Singh Chandhok	Mr. Amardeep Singh
DIN	01546843	02136503
Date of Birth	29 th November 1974	29 th January 1974
Age	49 Years	50 Years
Nationality	Indian	Indian
Qualification	Management Graduate	Master's in computer science
Date of first appointment	07 th May 2024	20 th June 2024
No. of shares held in the Company	Nil	Nil
Brief resume & nature of expertise in specific functional areas	Mr. Puneet Singh Chandhok is a businessman with diversified business interests including Real estate, Finance, Entertainment, Sports and Hospitality etc.	Mr. Amardeep Singh is an experienced entrepreneur with career spanning across two decades. A technocrat turned sports & entertainment entrepreneur, his professional journey traverses across various domains; from creating Technical Software Product Designs, to handling complex Supply Chains, to Sports Management and to the Film Production.
Directorships held in other public limited companies	Nil	Nil
Relationship with other Directors / Key Managerial Personnel	None	None
Whether director is debarred from holding the office of Director by virtue of SEBI order	No	No

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POSTAL BALLOT FORM

(Pursuant to Section 110 of the Companies Act, 2013)
(Please read the instructions printed overleaf carefully before completing this form)

1.	Name and address of the Shareholder(s)	
2.	Name(s) and address of the Joint holder(s), if any	
3.	Registered folio No./ DP ID No. / Client ID No.	
4.	Number of Shares held	

I/we hereby exercise my/our vote in respect of the Resolution to be passed through postal ballot for the special businesses stated in the notice of the postal ballot dated 01st July 2024 of the Company, by giving my/our assent or dissent to the said resolution by placing the tick (√) mark at the appropriate box below:

Sr. No.	Description	No. of Shares held	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Regularisation of appointment of Mr. Puneet Singh Chandhok (DIN: 01546843) as a Managing Director of the Company.			
2.	Regularisation of Appointment of Mr. Amardeep Singh (DIN: 02136503) as an Executive Director of the Company.			
3.	Approval of implementation of the Colab Cloud - Employee Stock Option Plan (Colab ESOP 2024)			
4.	Approval of offer of grant under "Colab Cloud - Employee Stock Option Plan 2024" to the employee(s) of subsidiary company(ies)			

Place:

Date:

(Signature of the Member)

Notes:

1. Please read the instructions printed overleaf carefully before exercising the vote.
2. Last date for receipt of the Postal Ballot form by the Scrutinizer is Monday, 05th August 2024. Postal Ballot forms should be sent at the registered office of the company.

INSTRUCTIONS

1. Members desiring to exercise their vote by Postal Ballot Form are requested to carefully read the instructions mentioned herein and those mentioned in the Postal Ballot Notice and send the same to the Scrutinizer.
2. The envelopes containing the Postal Ballot Form should reach the Scrutinizer not later than the close of business hours i.e. on Monday, 05th August 2024 at 05.00 PM (IST) at the below mentioned address:
Address of Scrutinizer: 603/604, Sai Janak Classic, Devidas Lane, Borivali (West), Mumbai – 400 103
Email id: info@csjm.com
Postal Ballot Form(s) received after this date and time will be treated as if the reply from the Member has not been received.
3. The Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / Depository) by the Member. Any unsigned or incomplete Postal Ballot Form will be liable to be rejected.
4. In case the number of shares is not mentioned against the resolutions, it will be deemed that the member has exercised his votes for the entire shares held by him.
5. In case of joint holding, the Postal Ballot Form should be completed and signed by the first named Member and in the absence of such Member, by the next named joint-holder. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).
6. In case of shares held by Companies, Trusts, Societies etc., a duly completed Postal Ballot Form should be signed by its authorized signatory. In such cases the Postal Ballot Form shall be accepted only if the same is accompanied by a Certified True Copy of the Board Resolution/ Authorisation together with the specimen signature(s) of the duly Authorised Signatory(ies).
7. Assent or dissent to the proposed resolutions may be recorded by placing a tick mark (√) in the appropriate column. Postal ballot form bearing tick mark (√) in the column will render the form invalid. This Postal Ballot Form should be used for voting; no other form shall be accepted.
8. Any incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, overwritten, wrongly signed Postal Ballot Form will be liable to be rejected. The Postal Ballot shall not be exercised by a Proxy.
9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
10. Voting Rights shall be reckoned on the Paid-up Value of shares registered in the name of the Member as on 01st December 2024.
11. Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
12. The Scrutinizer's decision on the validity of Postal Ballot Form shall be final.
13. The Resolutions, if assented by requisite majority, shall be considered as passed on Monday, 05th August 2024 at 05.00 PM (IST).