



# GLITTEK GRANITES LTD

16/01/2025

The officer,  
The Stock Exchange, Mumbai  
The Corporate Relation Department,  
25<sup>th</sup> Floor., New Trading Ring,  
Rotunda Building, P.J.Towers  
Dalal Street, Mumbai-400 001  
Fax 022 22722037/39/41/61  
Security Code: 513528

Dear Sir/Madam

Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") – Notice of Postal Ballot

Pursuant to Regulation 30 of the SEBI LODR Regulations, we hereby enclose the Notice of Postal Ballot dated 14<sup>th</sup> January, 2025 along with explanatory statement for seeking approval of Members through electronic voting (remote e-voting) in relation to ordinary and special resolutions mentioned in the postal ballot notice.

The notice of postal ballot is also available on the Company website [www.glittek.com](http://www.glittek.com).

The Schedule of postal ballot is as follows:

SL.NO.	EVENTS	Date
1.	Board Meeting for approval of postal ballot Business, notice, appointment of scrutinizer	14 <sup>th</sup> January, 2025 (Tuesday)
2.	Cut-off Date (for sending notice and eligibility of e-voting)	10 <sup>th</sup> January, 2025 (Friday)
3.	Intimation to stock exchange	16 <sup>th</sup> January, 2025 (Thursday)
4.	Date of Completion of dispatch of postal Ballot Notice	17 <sup>th</sup> January, 2025 (Friday)
5.	Start of e-voting (date & time)	18 <sup>th</sup> January, 2025 (Saturday)
6.	End of e-voting (date & time)	16 <sup>th</sup> February 2025 (Sunday)
7.	Deemed date of passing the resolution	16 <sup>th</sup> February 2025 (Sunday)
8.	Date of submission of scrutinizer's Report	On or before February 18 <sup>th</sup> 2025 (Tuesday)
9.	Date of submission of results of postal ballot	On or before February 18 <sup>th</sup> 2025 (Tuesday)

This is for your records.

Thanking You,

Glittek Granites Ltd.

*Lata Bagri*

Lata Bagri  
Company Secretary

Encl:a/a



# GLITTEK GRANITES LTD

"Krishna". 7th Floor, 224, A.J.C. Bose Road, Kolkata - 700 017 India  
Phone : 2287-7892, 2290-7902

## POSTAL BALLOT NOTICE

(Pursuant to Section 108 and Section 110 (1) (a) of the Companies Act, 2013, read with Rule 20 and Rule 22 (1) of the Companies (Management and Administration) Rules, 2014, as amended)

**Dear Member(s),**

Notice is hereby given to the Members of **Glittek Granites Limited** ('the Company'), pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of Companies (Management & Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), for holding general meetings/conducting postal ballot process through e-Voting vide General Circular bearing Nos.14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 20/2022 dated 05/05/2022, 22/2020 dated 15.06.2020, 33/2020 dated 28.09.2020, 39/2020 dated 31.12.2020, 10/2021 dated 23.06.2021, 20/2021 dated 08.12.2021, 21/2021 dated 14.12.2021, 3/2022 dated 05.05.2022, 11/2022 dated 28.12.2022 and 09/2023 dated 25/09/2023 & Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13.05.2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "the Circulars") to that the Resolutions as set out in this Notice are proposed for consideration by the Members of the Company for passing through Postal Ballot only by remote e-voting process ("**e-voting**").

In compliance with the requirement of the Circulars, the Company will send Postal Ballot Notice by e-mail to all its members who have registered their e-mail addresses with the Company or Depository / Depository Participants and the communication of assent / dissent of the Members will take place through the remote e Voting system. The physical Postal Ballot Notice along with Postal Ballot Form and prepaid business envelope will therefore not be sent to the Members for this Postal Ballot.

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Regulation 17(11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to the said Resolutions, setting out material facts and the reason for the resolution is also annexed. You are requested to peruse the proposed resolution along with the Explanatory Statement and thereafter accord your assent or dissent through Postal Ballot by remote e-Voting facility provided by the Company.

The Board of Directors at its meeting held on 14<sup>th</sup> January, 2025, has appointed Mr. Pulkit Sharma to be the Scrutinizer for conducting the Postal Ballot voting process through electronic means in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Management Rules, Regulation 44 of the LODR Regulations, and SS-2, the Company has provided e-voting facility to its members to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged CDSL (Central Depository services Ltd.) for facilitating e-voting.

Members desiring to exercise their votes 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.

**REGD. Office : Honnappa Building , 2<sup>nd</sup> Floor , V.V. Extension , Behind MCM ITI College , Old Madras Road , Hoskote , Bangalore Rural , Karnataka , India- 562114 , Phone – 91-80-7971565 , 7971566 , 7971896 , Email : [info@glittek.com](mailto:info@glittek.com) , Website : [www.glittek.com](http://www.glittek.com) , CIN : L14102KA1990PLC023 497**

The e-voting facility will be available and Commence from period 9.00 a.m. IST on 18<sup>th</sup> January, Saturday, 2025 and Conclusion of e-voting period 5.00 p.m. IST on Sunday , 16<sup>th</sup> February 2025. Cut-off date for eligibility to vote is 10<sup>th</sup> January 2025.

The e-voting facility will be disabled by CDSL immediately after 5.00 p.m. IST on February 16, 2025, The Scrutinizer will submit his report to the Chairman of the Company, or any person authorised by him, after completion of the scrutiny. The Results will be announced within two working days from the last date specified by the Company for e-Voting.

The declaration of results as stated above shall be treated as declaration of results at a meeting of the Members as per the provisions of the Companies Act, 2013 and the Rules made thereunder.

The results of the Postal Ballot along with the Scrutinizer's Report will be posted on the Company's website [www.glittek.com](http://www.glittek.com) and will be intimated to the Stock Exchanges where the shares of the Company are listed.

The Resolutions, if passed by requisite majority shall be deemed to have been passed on February 16, 2025 being the last date specified by the Company for e-Voting.

### **SPECIAL BUSINESS:**

1. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution for Appointment of Mr. Manish Killa as director of the company:-

“RESOLVED THAT Mr. Manish Killa (DIN:01099954) who was appointed as an Additional Director with effect from 20<sup>th</sup> November, 2024 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 and Article 115 of Article of Association of the Company and be and is hereby appointed as a director of the company.”

“RESOLVED FURTHER THAT the Board of the company be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments, and writings as may be required to give effect to the aforesaid resolution.”

2. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution for appointment of Mr. Manish Killa (DIN: 01099954) as Independent Director:-

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) and the Rules made thereunder read with Schedule IV to the Act, Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s), statutory modification(s) and/or re-enactment thereof for the time being in force and subject to such other laws, rules and regulations as may be applicable in this regard and on the basis of recommendation of the Board and Nomination and Remuneration Committee approval of the Members of the Company be and is accorded to appoint Mr. Manish Killa (DIN: 01099954) as an Independent Director of the Company, not liable to retire by rotation, for a term of Five (5) i.e. from 20<sup>th</sup> November, 2024 to 19<sup>th</sup> November 2029.”

“RESOLVED FURTHER THAT the Board of the company be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments, and writings as may be required to give effect to the aforesaid resolution.

### **NOTES:**

The Explanatory Statement pursuant to Section 102 of the Act, Secretarial Standards-2 on General Meetings and Regulation 17(11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, pertaining to the said Resolution setting out the material facts concerning the said item and the reasons thereof is annexed hereto, which forms part of this Postal Ballot Notice for your consideration.

2. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding eVoting is being sent only by e-mail to all those Members, whose e-mail addresses are registered with the Company or with the

Depository (ies) / Depository Participants and whose names appear in the register of Members / List of Beneficial Owners as on the cut-off date i.e., 24/05/2024. As per the MCA Circulars, physical copies of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. For receiving copy of Postal Ballot Notice, Members who have not yet registered their e-mail addresses are requested to get their e-mail addresses registered with M/s MCS Share Transfer Agent, the Registrar and Transfer Agent of the Company.

The Notice shall also be uploaded on the website of the Company at [www.glittek.com](http://www.glittek.com) and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com). All the Members of the Company as on the cut-off date shall be entitled to vote, in accordance with the process specified in this Notice.

3. Procedure for registering the e-mail addresses and obtaining the Postal Ballot Notice by the Members whose e-mail addresses are not registered with the Depositories (in case of Members holding shares in Demat form) or with Company / RTA (in case of Members holding shares in physical form)

For Physical Members: Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register their mobile numbers and postal address with PIN for their corresponding folio numbers. To avail online services, the security holders can register e-mail ID. Holders can register/update their contact details through submitting the requisite ISR 1 form along with the supporting documents.

For Demat Members For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

#### **5. THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

(i) The voting period begins on Saturday 18th January, 2025(9.00 a.m. IST) and ends on Sunday 16<sup>th</sup> February, 2025 (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 10<sup>th</sup> January 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, 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.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to

vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid 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 <b>CDSL</b>	<ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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 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 are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" "Portal or click</li> </ol>

	<p>at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<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.

**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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- (v) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- (vi) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (vii) Click on “Shareholders” module.

(viii) 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.
- OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

(ix) Next enter the Image Verification as displayed and Click on Login.

(x) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

(xi) If you are a first time user follow the steps given below:

	<b>For Physical shareholders and shareholders other than individual holding in Demat form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number as provided by RTA.</li></ul>
Dividend Bank Details <b>OR</b> 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. <ul style="list-style-type: none"><li>• 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 as mentioned in instruction (v).</li></ul>

(xii) After entering these details appropriately, click on "SUBMIT" tab.

(xiii) 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.

(xiv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xv) Click on the EVSN for the relevant Glittek Granites Ltd. on which you choose to vote.



- (xvi) 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.
- (xvii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xviii) 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.
- (xix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xx) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xxi) 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.

Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

#### **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.

#### **A. Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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 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;[glittek@rediffmail.com](mailto:glittek@rediffmail.com) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



If you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**B. Other Instructions:**

- A. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on cutoff date 10<sup>th</sup> December, 2025. Members are requested to notify the change in the address, if any, in case of shares held in electronic form to the concerned Depository Participant Quoting their Client ID and in case of Physical Shares to the Registrar and Transfer Agent.
- B. The Shareholders shall have one vote per equity share held by them as on the cut-off date of 10<sup>th</sup> January, 2025. The facility of e-voting would be provided once for every folio/ client id, irrespective of the number of joint holders.
- C. In the event, the draft resolution is assented to by the requisite majority of Members by means of electronic voting, the last date of 16<sup>th</sup> February, 2025 specified for receipt of votes through the e-voting shall be deemed to be the date of passing of the said resolution.
- D. Pulkit Sharma, Practicing Chartered Accountants has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- E. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.glittek.com](http://www.glittek.com) and on the website of CDSL [www.evoting.com](http://www.evoting.com) and communicated to the BSE Limited where the shares of the Company is listed.

By Order of the Board

*Lata Bagri*

Lata Bagri  
(Company Secretary)

Bangalore, 14<sup>th</sup> January, 2025  
CIN: L14102KA1990PLC023497  
Website: [www.glittek.com](http://www.glittek.com)  
E-mail: [info@glittek.com](mailto:info@glittek.com)

**Registered Office**  
Honnappa Building, V.V. Extension  
Hoskote, Karnataka 562 114

**Corporate Office:**  
“Krishna”, 224, A.J.C. Bose Road  
Kolkata-700 017

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

Item No. 1 & 2

**Mr. Manish Killa (DIN:01099954)** pursuant to the recommendation of Nomination & Remuneration Committee, was appointed as an Additional Director of the Company, pursuant to the provisions of Section 161 and other applicable provisions of the Companies Act, 2013 (the Act) by the Board of Directors of the Company at its Meeting held on Wednesday November, 20<sup>th</sup> 2024 in the category of Independent director for a term of five year i.e. from 20<sup>th</sup> November, 2024 to 19<sup>th</sup> November, 2029 not liable to retire by rotation.

In accordance with the provisions of Section 149 read with Schedule IV to the Companies Act, 2013 (the Act) appointment of Independent Directors requires approval of the members of the Company. Further, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), effective January 01, 2022, a listed entity shall ensure that approval of shareholders for 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. Listing Regulations also provide that the appointment of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution.

The Company has received from **Mr. Manish Killa (DIN: 01099954)** (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act, and (iii) a declaration that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor is debarred from holding the office of Director pursuant to any SEBI Order. (iv) a declaration under Section 149 (7) of the Act to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') and (v) a declaration that he is not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence.

He is also registered with the database of Independent Directors as constituted by MCA pursuant to the relevant notifications

In the opinion of the Board, **Mr. Manish Killa** fulfils the conditions specified in the Act and the Rules made there under for his appointment as Independent Director and he is independent of the Management and possesses appropriate skills, experience and knowledge.

**Mr. Manish Killa** has over 30 Years of experience in Management, Marketing and Finance.

In the opinion of the Nomination and Remuneration Committee of the Board and the Board, the vast experience of **Mr. Manish Killa** in multiple functional areas will be of tremendous benefit to the Company.

Copy of the draft Letter of Appointment of **Mr. Manish Killa** as Independent Director setting out terms and conditions of his appointment is available for inspection at the Registered Office of the Company during business hours on any working day till the final date of postal ballot resolution i.e 16<sup>th</sup> February, 2025.

The Board recommends the Ordinary Resolution set out in Item No. 1 and Special Resolution set out in item no.2 of this Notice for the approval of the Members.

None of the Directors/Key managerial personnel of the Company/ their relatives thereof, are in any way, concerned or interested financially or otherwise in the resolution no. 1 and 2 of the Notice.

## Annexure to the Notice

Details of director appointment at the forthcoming Annual General Meeting

(In Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Listing Regulations with stock Exchange and Secretarial Standard on General Meeting (SS-2) issued by Institute of Company Secretaries of India)

Particulars	<b>Mr. Manish Killa</b>
Age	54 years
Qualification	B.tech
Experience	Marketing and general management experience of over 30 years
Terms and Conditions of appointment	As set out in the draft appointment letter
Remuneration last drawn	---
Remuneration proposed to be paid	--
Date of First Appointment on the Board	20/11/2024
Date of last re-appointment	---
Board Meeting Attendance	--
Other Directorships	---
Chairmanship/Membership of Committee <b>(*Only Audit Committee and Stakeholders' Relationship Committee memberships in equity listed companies have been considered</b>	1
Shareholding in the Company	NIL
Relationship with Other directors	NONE

## ELECTRONIC VOTING PARTICULARS

<b>EVSN</b>	<b>USER ID</b>	<b>PASSWORD</b>
<b>250114003</b>	<b>Please refer to Note No. 12 in the Notice</b>	