



Date: February 28, 2025

To  
**Corporate Relationship Department**  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
1<sup>st</sup> Floor, Dalal Street,  
Mumbai – 400001

**Scrip Code: 526169**

**Sub: Postal Ballot Notice**

Dear Sir,

Pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**SEBI Listing Regulations**') as amended from time to time, we forward herewith a copy of the Postal Ballot Notice ('**Notice**') of the Multibase India Limited ('**the Company**') dated February 28, 2025, along with the explanatory statement pursuant to the applicable provisions of the Companies Act, 2013 ('**Act**') read with the SEBI Listing Regulations for seeking approval of the Members of the Company on the following Business forming part of the Notice.

The resolution proposed for approval through Postal Ballot is as under:

<b>Sr. No.</b>	<b>Particulars</b>	<b>Resolution</b>
1.	Approval for entering into Material Related Party Transactions with Multibase SA, Promoter Holding Company	Ordinary Resolution

In compliance with the various General Circulars issued by the Ministry of Corporate Affairs as disclosed in the Notice, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories / Depository Participants / the Company's Registrars and Transfer Agents ('**RTA**') i.e., MUFG Intime India Private Limited (*Formerly known as Link Intime India Private Limited*), and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, February 21, 2025 ('**Cut-off date**'). Regulation 44 and other applicable Regulations of SEBI Listing Regulations, including any statutory modification or re-enactment thereof for the time being in force, approval of the Members is being sought for above item through postal ballot process.

Please find below the schedule of events of the Postal Ballot:

<b>Sr. No.</b>	<b>Activity</b>	<b>Date</b>
1.	Cut-off date for sending Postal ballot Notice to Members	Friday, February 21, 2025
2.	Date of completion of dispatch of Postal ballot Notice	Friday, February 28, 2025
3.	Commencement of e-Voting	Saturday, 9:00 A.M. (IST) March 01, 2025

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4.	Conclusion of e-Voting	Sunday, 5:00 P.M. (IST) March 30, 2025
5.	Scrutinizer's Report	By Tuesday, April 01, 2025
6.	Declaration of results	By Tuesday, April 01, 2025

The Company has engaged the services of National Securities Depository Limited ('NSDL') to provide remote e-Voting facility to its Members.

Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on the Cut-off date. Please note that communication of assent and/or dissent of the Members would only take place through the remote e-Voting system. The instructions for remote e-Voting are provided in the Notice. The members who have not registered/updated their e-mail id/bank details with the Company / RTA / Depository Participants ('DP') are requested to register/update them with the Company / RTA/ DP.

The Notice is also available on the Company's website [www.multibaseindia.com](http://www.multibaseindia.com), website of the Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and records.

Thanking You,

**For Multibase India Limited**

**Parmy Kamani**

Company Secretary & Compliance Officer  
M. No.: A27788

Place: Mumbai

Encl: as above

**Multibase India Limited**



## POSTAL BALLOT NOTICE

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

**Dear Member(s),**

**Notice (“Notice”)** is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (the “**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Management Rules**”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force, and other applicable provisions, if any, read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (“**MCA**”) (hereinafter collectively referred to as “**MCA Circulars**”), applicable provisions of the SEBI Listing Regulations, as amended and Secretarial Standard – 2 on General Meetings (“**SS - 2**”) issued by the Institute of Company Secretaries of India, and other applicable laws and regulations, if any, that the resolution appended below as set out in this Notice, the details of which is set out in the Explanatory Statement attached to this Notice, is proposed for the consideration of the Members of the Company, to be passed by way of postal ballot only by voting through electronic means (“**remote e-voting**”).

An explanatory statement pertaining to said resolution, in accordance with the provisions of Sections 102, 108, 110 and other applicable provisions of the Act setting out all the material facts and the reasons thereof is annexed hereto.

The Company has engaged the services of NSDL, for providing e-voting facilities in a secure manner.

In compliance with the aforesaid MCA Circulars, this Notice for postal ballot (“**Postal Ballot Notice**”) is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ the Company’s Registrar and Share Transfer Agent (“**RTA**”) or the National Securities Depository Limited (“**NSDL**”) and Central Depository Services (India) Limited (“**CDSL**”) (together referred to as “**Depositories**”) / their Depository Participants.

If your e-mail address is not registered with the Company/RTA/Depositories, please follow the process provided in the Notes of this Postal Ballot Notice. Please note that the hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Members.

In compliance with the provisions of Section 108 and 110 of the Companies Act read with Rule 20 and 22 of the Management Rules and Regulation 44 of the SEBI Listing Regulations, the Company is offering remote e-voting facility to all Members to enable them to cast their votes electronically. Members are requested to follow the procedure as stated in the Notes and instructions for casting of votes by e-voting.

The remote e-voting period commences at 9:00 a.m. (IST) on Saturday, March 01, 2025, and ends on Sunday, March 30, 2025 at 5:00 p.m. (IST). The e-voting module will be disabled / blocked thereafter for voting by the Members.

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Pursuant to Rule 22(5) of the Management Rules, the Company has appointed Mr. Rishit Shah (M. No. FCS 9522, COP: 26870), Proprietor of Rishit Shah & Co., Practicing Company Secretaries, as the Scrutinizer (the “**Scrutinizer**”) for conducting the postal ballot process through remote e-voting, in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the said purpose.

The Scrutinizer will submit his report to the Chairman, or in his absence to the Company Secretary, upon completion of the scrutiny of the votes cast through remote e-voting, who will countersign the same. The results of the Postal Ballot will be announced not later than two working days from the conclusion of the e-voting.

The results declared along with the Scrutinizer’s Report(s) will be placed on the Company’s website [www.multibaseindia.com](http://www.multibaseindia.com) and communicated to the Stock Exchange where the equity shares of the Company are listed i.e. BSE Limited (“**BSE**”) at [www.bseindia.com](http://www.bseindia.com), in accordance with the provisions of the Companies Act, 2013 and the same shall be displayed on the NSDL website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the website of Company’s Registrar and Share Transfer Agent (the “**RTA**”), i.e., MUFG Intime India Private Limited at <https://linkintime.co.in>

In the event the resolution as set out in the Notice is assented to by the requisite majority of members of the Company, it shall be deemed to have been passed on the last date of remote e-voting i.e., Sunday, March 30, 2025.

#### **SPECIAL BUSINESS:**

#### **Approval for entering into Material Related Party Transactions with Multibase S.A.,-Promoter Holding Company**

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), as amended from time to time, Section 188 and other applicable provisions of the Companies Act, 2013 (“**Act**”) read with Rules made thereunder, other applicable laws/statutory provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment (s) thereof, for the time being in force), the Company’s Policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and based on the approvals of the Audit Committee and the Board of Directors of the Company, the consent of the Members of Multibase India Limited (the “**Company**”) be and is hereby accorded to the Company to enter/continue to enter into Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), in the nature of Purchase and sale of goods and miscellaneous reimbursement for a period of one year commencing from April 1, 2025 upto March 31, 2026, with Multibase S.A., Promoter Holding Company, falling within the definition of ‘Related Party’ under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed in the interests of the Company such that the maximum value of the Related Party Transactions with such party/ies, in aggregate, does not exceed the value as detailed below and in the explanatory statement and

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that the said Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) shall be carried out in the ordinary course of business and at arm's length basis.

<b>Related party transaction u/s 188 of the Act and Regulation 23 of the SEBI Listing Regulations</b>	<b>Multibase S.A. (Holding Co/ Promoter Co) (Amount in Rs.)</b>
Purchase and sale of goods and miscellaneous reimbursement	30,00,00,000

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “**Board**” which term shall be deemed to include the Audit Committee of the Company or any other duly constituted/ to be constituted Committee of Directors thereof be empowered to exercise powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or Audit Committee in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**By order of the Board of Directors  
For Multibase India Limited**

**Parmy Kamani  
Company Secretary & Compliance Officer  
M. No.: A27788**

**Place: Mumbai  
Date: February 28, 2025**

**Multibase India Limited**



**NOTES:**

1. The Explanatory Statement setting out the material facts pursuant to Sections 102 and 110 of the Act and the other applicable provisions of the Act for the proposed Resolution is annexed hereto. The approval of the Members of the Company is being sought through the remote e-voting facility only.
2. In compliance with the MCA Circulars, this postal ballot notice is being sent by e-mail to all the Members, whose names appear on the Register of Members/list of beneficial owners as received from National Securities Depository Ltd (“NSDL”) and Central Depository Services (India) Ltd (“CDSL”) as on Friday, February 21, 2025 (the “Cut-Off Date”) and who have registered their e-mail addresses in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company’s Registrar and Share Transfer Agent, MUFG Intime India Private Ltd (“RTA”).
3. Members who have not registered their e-mail addresses so far are requested to register the same so that they can receive all future communications from the Company electronically. Members holding shares in demat mode may update their e-mails addresses with their Depository Participants as deemed necessary. Members holding physical shares may get their email addresses registered with RTA, MUFG Intime India Private Ltd, by clicking the link: [https://linkintime.co.in/emailreg/email\\_register.html](https://linkintime.co.in/emailreg/email_register.html) or their website [www.linkintime.co.in](http://www.linkintime.co.in) at the Investor Services tab by choosing the e-mail/ bank registration heading and follow the registration process as guided therein.
4. The voting shall be reckoned in proportion to a Member’s share of voting rights on the paid-up share capital of the Company as on the Cut-Off Date. Any recipient of the Postal Ballot Notice who was not a Member of the Company as on the Cut-Off Date should treat this postal ballot notice for information purpose only.
5. The postal ballot notice is also placed on the website of the Company at <https://www.multibaseindia.com/policies.php> and on the website of the NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) shall also be available on the website of the Stock Exchange where the shares of the Company are listed i.e. BSE at <https://www.bseindia.com/>
6. All material document(s) will be available electronically for inspection by the Members from the date of circulation of this Notice up to the conclusion of the remote e-voting period i.e., Sunday, March 30, 2025. Members seeking to inspect such documents may send a request to [compliance.officer@multibaseindia.com](mailto:compliance.officer@multibaseindia.com) mentioning their name, Folio No./ Client ID, DP ID and the documents they wish to inspect.
7. The Members are requested to read the instructions carefully and complete the remote e-voting. The voting through electronic means will commence on Saturday, March 01, 2025 at 9:00 a.m. (IST) and will end on Sunday, March 30, 2025 at 5:00 p.m. (IST). Once the vote on the resolution is cast by the member, he / she shall not be allowed to change it subsequently. A Member cannot exercise his vote through a proxy.
8. The Board at its meeting held on February 13, 2025, has appointed Mr. Rishit Shah (M. No. FCS 9522, COP: 26870), Proprietor of Rishit Shah & Co., Practicing Company Secretaries, Mumbai, as the scrutinizer (“**Scrutinizer**”) for conducting the remote e-voting process in a fair and transparent manner. After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Chairman or any other authorized officer of the Company. The results of the remote e-voting

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conducted through postal ballot will be announced by the Chairman/ Company Secretary on or before Tuesday, April 01, 2025.

9. In terms of the provisions of Section 113 of the Act read with the said Circulars, Corporate Members are entitled to cast votes by electronic means, through their authorized representatives on their behalf. Necessary authorization document such as Board resolution/Authority Letter, etc. is required to be submitted by such members.
10. The proposed resolution, if passed by the Members through postal ballot, is deemed to have been duly passed on the last date specified for the remote e-voting i.e., Sunday, March 30, 2025.
11. The results of the postal ballot will be placed on the Company's website at <https://www.multibaseindia.com/policies.php> and on the website of the NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and shall also be available on the website of the Stock Exchange where the shares of the Company are listed i.e. BSE at <https://www.bseindia.com/> in accordance with the provisions of SEBI Listing Regulations.
12. In case of any query/grievance in connection with the postal ballot including e-voting, Members may contact the at [evoting@nsdl.com](mailto:evoting@nsdl.com) or call on 022 - 4886 7000 and 022 - 2499 7000.
13. Instructions and other information relating to remote e-voting is provided under the section "Electronic Voting Particulars".
14. Voting through Electronic Means:

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

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

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

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

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in demat mode with NSDL.	Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the " <b>Beneficial Owner</b> " icon under " <b>Login</b> " which is available under ' <b>IDeAS</b> ' section, this will prompt you to enter your existing User ID and Password. After successful

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authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Individual Shareholders holding securities in demat mode with CDSL

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 users to login Easi / Easiest are requested to visit CDSL website

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	<p><a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <ol style="list-style-type: none"> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</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. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</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. NSDL and CDSL.**

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

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

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****

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c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is <b>123698</b> then user ID is <b>123698001***</b>
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5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
  - c) How to retrieve your ‘initial password’?
    - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer, ie. Mr. Rishit Shah by e-mail to rishitshahco@gmail.com with a copy marked to evoting@nsdl.co.in and compliance.officer@multibaseindia.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Pallavi Mahatre at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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

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

**Multibase India Limited**



**EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 ANNEXED TO AND FORMING PART OF POSTAL BALLOT NOTICE.**

Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“**SEBI Listing Regulations**”) provides that all material related party transactions and subsequent material modifications as defined by the audit committee under sub-regulation (2) of Regulation 23 shall require prior approval of the Members through a resolution.

A transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rs. 1,000 crores or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Multibase S.A., the Promoter Holding Company located in France falls under the definition of the related party as per Regulation 2(1)(zb) of SEBI Listing Regulations. The Company contemplates entering into transactions with its Promoter Holding Company for a value greater than the material thresholds as mentioned above, during FY 2025-26. The Audit Committee and the Board of Directors at their respective meetings held on February 13, 2025 have accorded their approvals to enter into and/or continue transaction(s) / contract(s)/ arrangement(s)/ agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) with Multibase SA for the FY 2025-26 as mentioned below, which shall be on an arms’ length basis and in the ordinary course of business of the Company.

<b>Related party transaction u/s 188 of the Companies Act 2013 and Regulation 23 of the SEBI Listing Regulations, 2015</b>	<b>Multibase S.A. (Promoter Holding Co.) (Amount in Rs.)</b>
Purchase and sale of goods and miscellaneous reimbursement	30,00,00,000

**Multibase India Limited**



The relevant information pertaining to transactions with Multibase SA as required under Rule 15 of the Companies (Meeting of Board of Directors and its Powers) Rules, 2014, as amended and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, read with SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2021/662 dated November 22, 2021, are as follows:

Sr. No.	Description	Particular
1	Name of the related party	MULTIBASE S.A.
2	Nature of relationship [including nature of its interest (financial or otherwise)]	Multibase S.A., is the Promoter Holding Company located in France and falls under the ambit of the definition of the related party as per Section 2(76) of the Act and Regulation 2(1)(zb) of SEBI Listing Regulations.
3	Type, material terms and particulars of the proposed transaction	Purchase and sale of goods and miscellaneous reimbursement for the Company's business purpose.  Material Terms: At arm's length basis and in ordinary course of business with terms and conditions that are generally prevalent in the industry segment that the Company operates in.
4	Name of the director or key managerial personnel who is related, if any and the nature of the relationship.	None
5	Tenure of the transaction	For the financial year 2025-26
6	Value of the proposed transaction	The value of transaction(s)/ contract(s)/ arrangement(s)/ agreement(s) (whether by way of an individual transaction or a series of transactions) shall not exceed Rs. 30,00,00,000/- (Rupees Thirty Crore only) at any point of time.
7	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction.	28.91% of the total turnover of the Multibase India Limited for the Financial Year 2023-24.
8	Justification as to why the related party transaction is in the interest of the Company	The Company majorly imports its traded finished products of Thermoplastic elastomers – auto safety grade in India from Multibase SA France and sells it to Indian customers. Therefore, these import purchases and sale of traded products are a significant revenue contributor for the Company. Further, the Company also imports few raw materials to manufacture Thermoplastic elastomers – auto safety grades products for its business operations from Multibase S.A.

## Multibase India Limited



		<p>Securing quality raw materials, ensuring their consistent availability, and receiving necessary technical support are vital for the company's long-term interests.</p> <p>The proposed transactions shall ensure the Company achieves its business objectives and continuity in business operations.</p>
9	<b>Details of the valuation report or external party report, if any such report has been relied upon</b>	None
10	<b>Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary:</b>	<p>The proposed transaction(s) do not involve loans, inter-corporate deposits, advances or investments made or given by the Company.</p> <p>The Company does not have any subsidiary Company pursuant to Section 2(87) of the Act.</p>
11	<b>Any other relevant information</b>	<p>The transactions are proposed to be entered between the Company and Multibase S.A. are purely for the purpose of achieving the business objectives and continuity in operations ensuring that it would be in the best interest of the Company and towards achieving business objectives and associated synergies and economies of scale; reduce operational costs and strengthen sustainability.</p> <p>All these transactions will be executed on an arm's length basis and in the ordinary course of business of the Company.</p>

The Members may note that as per the provisions of the SEBI Listing Regulations, related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the resolution set out above.

The Members' approval sought for the Material Related Party Transactions proposed to be entered as given above shall be valid for a period of one year.

The Board has recommended the resolution contained in Notice to the Members for approval which are within the thresholds and conditions mentioned in the resolution as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution.

**By order of the Board of Directors  
For Multibase India Limited**

**Parmy Kamani  
Company Secretary & Compliance Officer  
M. No.: A27788**

**Place: Mumbai  
Date: February 28, 2025**

**Multibase India Limited**