

DOLAT ALGOTECH LIMITED

(FORMERLY KNOWN AS DOLAT INVESTMENTS LIMITED)

Corporate Office: 301-308, Bhagwati House, Plot, A/19, Veera Desai, Andheri (West), Mumbai - 400 058
TEL.: 91-22-2673 2602/03/04/65704167/68/69/70/71 FAX: 91-22-26732642,
Website: www.dolatalgotech.in ; E-mail: investor@dolatalgotech.in
Corporate Identity Number: L67100GJ1983PLC126089

11th April, 2023

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001.
BSE Code: 505526

Sub.: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”)

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we are enclosing herewith the Postal Ballot notice together with the explanatory statement, seeking approval from the members of the company on material related party transactions more particularly detailed in the Postal Ballot Notice.

The Company has engaged the services of CDSL for facilitating remote e-Voting to enable the Members to cast their votes electronically. A Member shall only avail this facility as per the instructions provided herein. The remote e-Voting period shall commence on **Friday, April 14, 2023 at 9.00 a.m. (IST) and ends on Saturday, May 13, 2023 at 5:00 p.m. (IST)**.

The remote e-Voting module shall be disabled by CDSL thereafter. During this period, Members of the Company holding shares either in physical or electronic form, as on the cut-off date, i.e. March 31, 2023, shall cast their vote electronically.

This Postal Ballot Notice will also be available on the Company’s website www.dolatalgotech.in and on the website of CDSL www.evotingindia.com

This is for your information and record.

For **DOLAT ALGOTECH LIMITED**

Sandeepkumar G. Bhanushali
Company Secretary & Compliance Officer

Place : Mumbai
Encl: As above

Registered Office: 1401-1409, Dalal Street Commercial Co-op Soc Ltd, Block 53 (Bldg No.53E) Zone-5,
Road-5E, Gift city, Gandhinagar - 382355, Gujarat

DOLAT ALGOTECH LIMITED

Registered Office: 1401-1409, Dalal Street Commercial Co-op Soc Ltd, Block 53 (Bldg No.53E) Zone-5,
Road-5E, Gift city, Gandhinagar - 382355, Gujarat

Corporate Office: 301-308, Bhagwati House, A/19, Veera Desai Road, Andheri (W), Mumbai 400058.

Tel: 9122 267 32602 Fax: 9122 267 32642

CIN: L67100GJ1983PLC126089 website: www.dolatalgotech.in Email: investor@dolatalgotech.in

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended.]

Voting starts on	Voting ends on
Friday, April 14, 2023 at 9.00 A.M. (IST)	Saturday, May 13, 2023 at 5.00 P.M. (IST)

TO THE MEMBERS,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (**'Act'**), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (**'Rules'**) including any statutory modification or re-enactment thereof for the time being in force, read with the General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 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 8th December 2021, 03/2022 dated 5th May 2022 and 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'SEBI Listing Regulations'**) and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (**'SS-2'**), each as amended, to transact the special business as set out in hereunder are proposed to be passed through Postal Ballot by voting through electronic means ('remote e-voting').

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof are annexed to this Postal Ballot Notice (**'Notice'**) for your consideration and forms part of this Notice.

In compliance with the MCA Circulars, the business of the Postal Ballot shall be transacted through electronic voting system. Accordingly, in compliance with Regulation 44 of the Listing Regulations and the provisions of Section 108, 110 and other applicable provisions of the Act read with Rule 20 and 22 of the Rules, as amended from time to time, MCA Circulars and SS - 2, the Company is pleased to provide to the Members, (whether holding shares in physical or demat form) the facility to exercise their right to vote on the matter included in the notice of the Postal Ballot by electronic means i.e. through e-voting services provided by CDSL. The instructions for e-voting are appended in this Postal Ballot Notice.

In compliance with the MCA Circulars and pursuant to other applicable laws and regulations, this Postal Ballot Notice is being sent in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories, to enable them to cast their votes electronically only.

The Board of Directors has appointed Mr. Dinesh Kumar Deora, Practicing Company Secretary (ICSI Membership No: FCS 5683) as the Scrutinizer for conducting the Postal Ballot only through the remote e-voting process in a fair and transparent manner.

After completion of scrutiny of the votes, the Scrutinizer will submit the Report to the Chairman / Managing Director of the Company or such person as authorised. The results of the voting conducted through Postal Ballot (through the remote e-Voting process) along with the Scrutinizer's Report will be announced by the Chairman / Managing Director or such person as authorised, on or before May 15, 2023. The same will be available on the website of the Company: www.dolatagotech.in , the website of CDSL : www.evotingindia.com and also shall be communicated to BSE Limited ("BSE"), where the Company's Equity Shares are listed and be made available on the respective website viz. www.bseindia.com and will be displayed on the Notice Board of the Company at its registered office. The Resolution(s), if approved, will be taken as having been passed effectively on the last date of remote e-voting i.e. Saturday, May 13, 2023.

SPECIAL BUSINESS:

ITEM NO 1:

TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE COMPANY

To consider and, if though fit, to pass with or without modification the following resolution as **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Regulation 23 (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”) and other applicable provisions, if any, in this regard (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘Board’) to enter into and / or carry out and / or continue existing contract(s)/ arrangement(s)/ transaction(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) with below mentioned Related parties of the Company, within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, for the financial years 2023-24 to 2027-28, provided that the said contract(s)/ arrangement(s)/transaction(s) shall be carried out at arm’s length basis and in the ordinary course of business of the Company:

(Amount in cr)

Name of party	Relationship	Nature of transactions	Maximum amount of Transaction (per Financial Year)
DOLAT CAPITAL MARKET PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15
		Rent on Registered office	0.10
		Reimbursement of expense	5
JIGAR COMMODITIES & DERIVATIVES PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15
L C RAHEJA FOREX PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15
NIRPAN SECURITIES PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15
NIRSHILP COMMODITIES AND TRADING PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15
SHAILESH SHAH SECURITIES PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15
PURVAG COMMODITIES & DERIVATIVES PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15

VAIBHAV STOCK & DERIVATIVES BROKING PRIVATE LIMITED	Entity on which one or more KMP and/or their relative(s) have a significant influence / control	Loan Taken	5,000
		Loan repaid	5,000
		Interest expense on loan	15

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 Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(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, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

ITEM NO 2:

TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS OF THE SUBSIDIARY COMPANY

To consider and, if though fit, to pass with or without modification the following resolution as **Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Regulation 23 (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “Listing Regulations”) and other applicable provisions, if any, in this regard (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Subsidiary (M/s. Dolat Tradecorp) (as defined under the Companies Act, 2013) of the Company, to enter into and / or carry on and / or continue existing contract(s)/ arrangement(s)/ transaction(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) with below mentioned Related party of the Company, within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, for the financial years 2023-24 to 2027-28, provided that the said contract(s)/ arrangement(s)/transaction(s) shall be carried out at arm’s length basis and in the ordinary course of business of the Company:

(Amount in cr)

Name of party	Relationship	Nature of transactions	Maximum amount of Transaction (per Financial Year)
NIRPAN SECURITIES PRIVATE LIMITED	Associate Company	Brokerage charges	50

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 Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company / Subsidiary in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Registered Office:

1401-1409, Dalal Street Commercial Co-op Soc Ltd,
Block 53 (Bldg No.53E) Zone-5, Road-5E,
Gift city, Gandhi Nagar, Gujarat, 382355
CIN: L67100GJ1983PLC126089
Email: investor@dolatalgotech.in
Website: www.dolatalgotech.in
Place: Mumbai
Date: February 10, 2023

By the Order of the Board of Directors

For Dolat Algotech Limited

Sandeepkumar G. Bhanushali

Company Secretary & Compliance Officer

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ("Act") and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") setting out the material facts and reasons for the proposed Resolution(s) above, is appended herein below for your consideration.
2. In accordance with the MCA circulars, the Postal Ballot Notice is being sent only in electronic form to Members whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on Friday, March 31, 2023 (cut-off date) and who have registered their e-mail addresses with the Company/Depositories. The Postal Ballot Notice has also been placed on the websites of the Company and CDSL. Physical copies of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot in line with the exemption provided in the MCA circulars.

3. Member(s) whose names appear on the Register of Members/List of Beneficial Owners as on the cut-off date will be considered for E-voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
4. This Postal Ballot Notice is being sent by email only to those eligible Members who have already registered their e-mail addresses with the Depositories / the depository participants / the Company's Registrar and Share Transfer Agents, Purva Shareregistry (India) Private Limited (PSIPL).
5. In compliance with the provisions of Section 108 and 110 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA circulars issued from time to time, the Company provides the Members the facility to exercise their right to vote by electronic means through E-voting services provided by Central Depository Services (India) Limited (CDSL). The instructions for E-voting are annexed to this Notice.

Remote e-voting timeline:

Commencement of e-voting	Friday, April 14, 2023 from 9.00 a.m. (IST)
Conclusion of e-voting	Saturday, May 13, 2023 till 5.00 p.m. (IST)

E-voting shall not be allowed beyond the said date and time.

6. A Member cannot exercise his/her vote through proxy on Postal Ballot.
7. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, March 31, 2023.
8. The resolutions, if passed with requisite majority by the Members through Postal Ballot shall be deemed to be passed on the last date of the voting period i.e. on Saturday, May 13, 2023 and shall be deemed to have been passed as if they have been passed at a general meeting of the Members convened in that behalf.
9. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to investor@dolatalgotech.in from their registered email address(es) mentioning their names, folio numbers, DP ID and Client ID between the period Friday, April 14, 2023 to Saturday, May 13, 2023 (voting period).
10. **The instructions of shareholders for e-voting are as under:**

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 **Friday, April 14, 2023 at 9.00 a.m. (IST) and ends on Saturday, May 13, 2023 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 i.e. Friday, March 31, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

- (ii) 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.
- (iii) Pursuant to aforesaid SEBI Circular, login process for E-voting for individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & 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 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 or joining virtual meeting & voting during the meeting. 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>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.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.cdslindia.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</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 ‘DOLAT ALGOTECH LIMITED’ or e-Voting service provider name – CDSL 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</p>

	page. Click on ' DOLAT ALGOTECH LIMITED ' or e-Voting service provider name – CDSL and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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 ' DOLAT ALGOTECH LIMITED ' or e-Voting service provider name – CDSL and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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 and follow the instructions given therein.

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 toll free no.: 1800 1020 990 and 1800 22 44 30

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 Remote 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	<ul style="list-style-type: none"> • 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)	<ul style="list-style-type: none"> • 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 e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for '**DOLAT ALGOTECH LIMITED**'.
- (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.
- (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 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 at the email address viz dinesh.deora@yahoo.com and to the Company at the email address viz; investor@dolatagotech.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 support@purvashare.com or use the link <https://www.purvashare.com/email-and-phone-updation/>
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 through Depository.

Other Instructions

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

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 at toll free no. 1800 22 55 33.

Explanatory Statement under Section 102 of the Companies Act, 2013

ITEM NO. 1

Pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, related party transactions exceeding Rs. 1000 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) are to be considered as material related party transactions and shall require the approval of the shareholders of Company.

The details as required under Regulation 23(4) of the Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 (“**SEBI Circular**”) are set forth below:

1	Name of the Related Party, and its relationship with the listed entity including nature of its concern or interest (financial or otherwise) and Value of the proposed transaction	Details have already been provided in the Resolution.
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2	Type, tenure, material terms and particulars	<p>a) Loan taken / repaid b) Interest paid on Loan taken c) Rent on Registered office d) Reimbursement of expense</p> <p>Company avails loans on short term basis from time to time and as per requirement basis for meeting its business needs from the related parties of the company and interest is paid on loan taken to the related parties at the competitive rate.</p> <p>Company's has taken on lease the registered office premise from M/s. Dolat Capital Market Private limited. Office premise is shared with other Promoter Group companies and Rent paid by the company is comparatively less than existing rate charged in and around locality of the registered office of the Company. Company reimburse the electricity and telephone charges, paid / shared by company with related party.</p> <p>The terms of these arrangements have been agreed by the Company with respective related parties. The above arrangements are continuing / recurring transactions. Approval of the shareholders is being sought for transactions during the 5 financial years i.e. from FY 2023-24 to FY 2027-28.</p>
3	Value of RPT as % of Company's audited consolidated annual turnover	<p>In the absence of Company's audited consolidated turnover for the financial year ended 31st March, 2023, Company has considered the turnover of the last available audited financial statement (i.e. financial year ended 31st March, 2022) which is Rs 292.80 Crores for below RPT's respectively:</p> <ul style="list-style-type: none"> • Loan taken / repaid - 1,707.63% • Interest expense on loan – 5.12% • Rent on Registered office – 0.03% • Reimbursement of expense – 1.71%
4	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not applicable

5	Justification as to why the RPT is in the interest of the Company	<p>Loan Taken / repaid & Interest paid on Loan taken Company avails loans on short term basis from time to time and as per requirement basis for meeting its business needs; from the related parties of the company. Further payment of interest to the related parties is at the competitive rate. The amount of loan taken or the financial assistance obtained from the related parties is for very short term period which is for meeting margin requirement and repaid immediately.</p> <p>Rent on Registered office & Reimbursement of expense Company's shares its registered office with other Promoter Group companies and has taken on lease the registered office premise from M/s. Dolat Capital Market Private limited. Rent paid by the company is comparatively less than existing rate charged in and around locality of the registered office of the Company. Company reimburse the electricity and telephone charges, paid / shared by company with related party.</p>
6	Copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
7	Any other information relevant or important for the members to take a decision on the proposed transaction.	Not Applicable

The Audit Committee and Board of Directors of the Company have approved the said related party transactions at its meeting held on 10th February, 2023 and have noted that such transactions may, in aggregate, cross the applicable materiality thresholds as mentioned above.

Accordingly, as per the SEBI Listing Regulations, approval of the Members is being sought for all such arrangements / transactions undertaken or to be undertaken by the Company.

As per Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company shall abstain from voting on said resolution.

The Board of Directors recommends the above resolution for your approval.

Except Mr. Pankaj D. Shah, Mr. Shailesh D. Shah, Mr. Harendra D. Shah and Mr. Vaibhav P. Shah and their relatives, none of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

ITEM NO. 2

Pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, related party transactions to which the subsidiary of a Company is a party but the Company is not a party shall require where value of transaction with related party exceeds 10% of the annual standalone turnover as per the last audited financial statements of the subsidiary are to be considered as material related party transactions and shall require the approval of the shareholders of Company.

The details as required under Regulation 23(4) of the Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 (“**SEBI Circular**”) are set forth below:

1	Name of the Related Party, and its relationship with the listed entity including nature of its concern or interest (financial or otherwise) and Value of the proposed transaction	Details have already been provided in the Resolution.
2	Type, tenure, material terms and particulars	M/s. Nirpan Securities Private Limited provides broking / trading service to firm on competitive rate. Brokerage charges to be paid on service received. Approval of the shareholders is being sought for transactions during the 5(five) financial years i.e. from FY 2023-24 to FY 2027-28
3	Value of RPT as % of Company’s audited standalone annual turnover	In the absence of Firm’s audited standalone turnover for the financial year ended 31st March, 2023, Company has considered the turnover of the last available audited financial statement (i.e. financial year ended 31st March, 2022) which is Rs. 61.04 Crores. Brokerage charges – 81.91%
4	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not applicable

5	Justification as to why the RPT is in the interest of the Company	M/s. Nirpan Securities Private Limited provides broking / trading service to firm on competitive rate.
6	Copy of the valuation or other external party report, if any such report has been relied upon	Not Applicable
7	Any other information relevant or important for the members to take a decision on the proposed transaction.	Not Applicable

The Audit Committee and Board of Directors of the Company have approved the aforementioned related party transaction at its meeting held on 10th February, 2023 and have noted that such transactions may, in aggregate, cross the applicable materiality thresholds as mentioned above.

Accordingly, as per the SEBI Listing Regulations, approval of the Members is being sought for all such arrangements / transactions undertaken or to be undertaken by the subsidiary.

As per Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, related parties of the Company shall abstain from voting on said resolution.

The Board of Directors recommends the above resolution for your approval.

Except Mr. Pankaj D. Shah, Mr. Shailesh D. Shah, Mr. Harendra D. Shah and Mr. Vaibhav P. Shah and their relatives, none of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

Registered Office:

1401-1409, Dalal Street Commercial Co-op Soc Ltd,
Block 53 (Bldg No.53E) Zone-5, Road-5E,
Gift city, Gandhi Nagar, Gujarat, 382355
CIN: L67100GJ1983PLC126089
Email: investor@dolatalgotech.in
Website: www.dolatalgotech.in
Place: Mumbai
Date: February 10, 2023

**By the Order of the Board of Directors
For Dolat Algotech Limited**

**Sandeepkumar G. Bhanushali
Company Secretary & Compliance Officer**