

# AMBITIOUS PLASTOMAC COMPANY LIMITED

Regd. Off: 405, 4th floor, Royal Square, Nr. JBR Arcade, Science city Road, Sola,  
Ahmedabad Gujarat-380060.

Phone No.: +91-79-40062332,  
CIN: L25200GJ1992PLC107000

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## POSTAL BALLOT NOTICE

(Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"),  
read with the Companies (Management and Administration) Rules, 2014)

**Dear Members,**

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations, to transact the Special Business set out below by the Members of **AMBITIOUS PLASTOMAC COMPANY LIMITED** (the 'Company') by passing of the following resolution by way of Postal Ballot ("Notice").

### **RESOLUTION 1: TO CONSIDER AND APPROVE SUB-DIVISION OF EQUITY SHARES OF THE COMPANY:**

**In this regard, it is proposed to consider and if thought fit, to pass the following resolution as an Ordinary Resolution**

**"RESOLVED THAT** pursuant to the provisions of Section 61(1)(d) and all other applicable provisions of the Companies Act, 2013 ("the Act"), Companies (Share Capital and Debentures) Rules, 2014 ("the Rules"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], consent of the members of the Company be and is hereby accorded for sub-division of each existing equity share of face value of Rs. 10/- (Rupees Ten only) each into Two (2) equity shares of face value of Rs. 5/- (Rupees Five Only) each, which shall rank pari passu in all respects with the existing equity shares with effect from the record date.

**RESOLVED FURTHER THAT** pursuant to the sub-division of equity shares of the Company with effect from the record date, each equity share of the Company of face value of Rs. 10 (Rupees Ten Only) each in the issued, subscribed and paid-up equity share capital shall stand sub-divided into 2 (Two) equity shares of face value of Rs. 5/- (Rupees Five Only) each.

**RESOLVED FURTHER THAT** upon sub-division of the equity shares as aforesaid and with effect from the record date, the existing share certificate(s) in relation to the issued equity shares of the face value of Rs. 10/- (Rupees Ten Only) each, shall be deemed to have been automatically cancelled and shall be of no effect and that the Board may, without requiring surrender of the existing Share Certificate(s) by the members, issue new Share Certificate(s) of the Company, in lieu of the existing share certificate(s) and in case of the equity shares held in the dematerialized form, the number of sub-divided equity shares shall be credited proportionately into the respective beneficiary demat accounts of the members of the Company held with Depository Participants, in lieu of the existing credits present in respective beneficiary demat accounts.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things including to fix & announce record date, to make appropriate adjustments on account of sub-division of Equity Shares to the number with effect from the record date, to delegate all or any of its powers herein conferred to the Company Secretary or any other officer(s) of the Company, to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to

apply for requisite approvals, sanctions of the statutory or regulatory authorities, as may be required, to sign, execute necessary applications, papers, documents, undertakings and other declarations for submission with stock exchanges, Registrar of Companies, Registrar & Share Transfer Agent, depositories and/or any other regulatory or statutory authorities, to appoint legal representatives, advocates, attorneys, to settle any question, difficulty that may arise with regard to the sub-division of the equity shares as aforesaid and to carry out/execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution without any further approval of the shareholders.”

**RESOLUTION 2: TO CONSIDER AND APPROVE ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

**In this regard, it is proposed to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.**

**“RESOLVED THAT** pursuant to the provisions of Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], subject to such approvals as may be necessary and subject to approval of sub-division of equity shares by the members, consent of the members of the Company be and is hereby accorded to alter and substitute the existing Clause V of the Memorandum of Association of the Company with the following new Clause V: “V. The Authorised Share Capital of the Company is Rs.

6,00,00,000/- [Rupees Six Crore only] divided into 1,20,00,000 [One Crore Twenty Lakhs ] Equity Shares of Rs.5/- [Rupees Five only] each

**RESOLVED FURTHER THAT** the Board of Directors of the Company [which expression shall include any Committee thereof or any other person(s) as may be authorized by the Board in that behalf], be and is hereby authorized to undertake, execute all such acts, deeds, matters and things as they may deem necessary, proper and/ or expedient, to apply for requisite approval(s) of the statutory or regulatory authorities, as may be required, to carry out all requisite, incidental, consequential steps and to settle any question, difficulty or doubt that may arise in order to give full effect to this resolution.”

**By Order of the Board of Directors**

**Sd/-  
PINKAL RAJESHBHAI PATEL  
Managing Director  
DIN-06512030**

**Date: 02/01/2021  
Place: Ahmedabad**

**Regd. Office:**  
405 Royal Square,  
Nr. JBR Arcade,  
Science City Road,  
Sola, Ahmedabad  
Gujarat 380060

## Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts is annexed hereto.
  2. The Board of Directors has appointed Mr. Vishwas Sharma proprietor of M/s. Vishwas Sharma & Associates, Practicing Company Secretaries, as a Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.
  3. In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations')the Company is pleased to offer e-voting facility as an option to all the Members of the Company. The Company has entered into an agreement with CDSL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Form. E-voting is optional.
  4. The Postal Ballot Notice is being sent to the 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, 08<sup>th</sup> January, 2021 i.e. the cut-off date for dispatch of Postal Ballot Notice.
  5. The physical copies of the Postal Ballot Notice are being sent to Members by permitted mode, along with a postage-prepaid self-addressed Envelope.
  6. Kindly note that the Members can opt for only one mode of voting i.e., either by physical postal ballot form or remote e-voting. If the Members opt for e-voting, then they should not vote by physical postal ballot form and vice versa. However, in case Members cast their vote both via physical postal ballot form and e-voting, then voting done through e-voting shall prevail and vote cast through physical postal ballot form will be treated as invalid.
  7. A Member cannot exercise his vote by proxy on postal ballot.
  8. A member desiring to exercise vote by remote e-voting / physical Postal Ballot Form is requested to carefully read the instructions printed on the Postal Ballot Notice, as applicable, and cast their votes in electronic mode / return the duly completed form with assent (FOR) or dissent (AGAINST), in the attached self-addressed reply envelope, so as to reach the Scrutinizer on or before 5.00 P.M. **on Friday, 12<sup>th</sup> February, 2021. Assent / Dissent received after 5:00 P.M. on Friday, 12<sup>th</sup> February, 2021 would be strictly treated as if reply from the Member(s) has not been received.**
  9. Any queries/grievances pertaining to voting by postal ballot including the remote e-voting process can be addressed to Mr. Pinkal R Patel, Managing Director and Mr. Simer Singh Company Secretary and Compliance officer of the Company at 405 Royal Square, Nr. JBR Arcade, Science City Road, Sola, Ahmedabad Gujarat 380060 or by sending an e-mail at ambitiousplasto@gmail.com
- 10. The procedure and instructions for members for voting electronically are as under:**
- (i) The voting period begins on Wednesday, 13<sup>th</sup> January, 2021 at 10.00 a.m. and ends on Friday, 12<sup>th</sup> February, 2021 at 5.00 p.m. During this period shareholder of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday 08<sup>th</sup> January, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) The shareholders shall log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  - (iii) Click on "Shareholders/Members" tab.
  - (iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
  - (v) Next enter the Image Verification as displayed and Click on Login.
  - (vi) 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 voting of any company, then your existing password is to be used.
  - (vii) If you are a first-time user follow the steps given below:

**For Members holding shares in Demat Form and Physical Form**

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number in the PAN field. The Sequence Number will be intimated to such member by way of a letter.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If 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 (iv).</li> </ul>

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

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members 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.

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

(xi) Click on the EVSN for the relevant <Ambitious Plastomac Company Limited> on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.

- 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 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.

- (xx) In case you have any queries or issues regarding e-voting, 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).
- (xxi) The Scrutinizer will submit the results to the Chairperson after completion of the scrutiny of the Postal Ballot Forms and e-voting, and the results of the voting by Postal Ballot will be announced on Saturday, 13<sup>th</sup> February, 2021 on or before 6.00 p.m. at the Registered Office of the Company at 405 Royal Square, Nr. JBR Arcade, Science City Road, Sola, Ahmedabad 380060
- (xxii) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.ambitiousplastomac.com](http://www.ambitiousplastomac.com) and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchanges.
- (xxiii) The resolutions, if approved by the requisite majority of Members by means of Postal Ballot, shall be deemed to have been passed on the last date of voting, i.e. **Friday, 12<sup>th</sup> February, 2021**.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

**ITEM-1**

The Equity shares of the Company are listed on BSE Limited. Presently trading in equity shares of the Company are suspended at BSE due to penal reason. The Company has already submitted all pending compliances to BSE and revocation of suspension of trading in equity shares of the Company with BSE is in under process. In order to improve the liquidity of our Company's Equity Shares in the Stock Markets with higher floating stock in absolute numbers and to increase investor's base, the Board of Directors of the Company, in its meeting held on 02<sup>nd</sup> January 2021 have approved the Sub-division of the nominal value of Equity shares of the Company of Rs.10/- each into smaller denomination of Rs.5/- each, subject to the approval of Members.

Accordingly, each Equity share of the Company of the nominal value Rs.10/- each existing on the Record Date, shall stand subdivided into 2 Equity shares of the nominal value of Rs.5/- each. The Record Date for the aforesaid Sub-division of Equity shares will be fixed after the approval of shareholders is obtained, pursuant to this Postal Ballot.

The Board recommends the Resolution as set out in Item No. 1 of the accompanying Notice for the approval of Members of the Company as a Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

**ITEM-2**

The Company proposes to sub divide face value of its Equity shares and the proposed Sub-division of the Equity shares of the Company of Rs.10/- each into smaller denomination of Rs.5/- each requires amendment to the Memorandum of Association of the Company. Accordingly Clause V of the Memorandum of Association is proposed to be amended as set out in Item No. 2 of the accompanying Notice reflecting the corresponding changes in the Authorised Share Capital of the Company consequent to the proposed Sub-division i.e. from Rs. 6,00,00,000/- [Rupees Six Crore only] divided into 60,00,000 (Sixty Lakh only) Equity Shares of Rs.10/- (Rupees Ten only) to Rs. 6,00,00,000/- [Rupees Six Crore only] divided into 1,20,00,000 [One Crore Twenty Lakhs ] Equity Shares of Rs.5/- [Rupees Five only] each

The Board of Directors of your Company has approved this item in its Meeting held on 02<sup>nd</sup> January 2021 and recommends the Resolution as set out in Item No. 2 of the accompanying Notice for the approval of members of the Company as a Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the Resolution except to the extent of their shareholding in the Company, if any.

**By Order of the Board of Directors**

**Sd/-**

**PINKAL RAJESHBHAI PATEL**

**Managing Director**

**DIN-06512030**

**Date: 02/01/2021**

**Place: Ahmedabad**

**Regd. Office:**

405 Royal Square,  
Nr. JBR Arcade,  
Science City Road,  
Sola, Ahmedabad  
Gujarat 380060