

**ADD-SHOP E-RETAIL LIMITED**  
(FORMERLY KNOWN AS ADD-SHOP PROMOTIONS LIMITED)  
CIN: L51109GJ2013PLC076482

Registered office: B-304, Imperial Heights, 150 Ft. Ring Road, Rajkot – 360 005, Gujarat (INDIA)  
Tel. No.: 0281-2580 399

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Date: 10.11.2021

To,  
Dept. of Corporate Services  
BSE Limited  
P. J. Tower,  
Dalal Street, Fort,  
Mumbai-400001

Dear Sir/Madam,

**BSE Scrip Code: 541865**

**Sub: Result of Postal Ballot under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Circular no. CIR/CFD/CMD/8/2015 dated November 4, 2015 and Sections 108 & 110 of Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 as amended from time to time, the result of Postal Ballot including E-voting conducted for obtaining approval of shareholders by way of Special/Ordinary resolutions as mentioned in the Notice of Postal Ballot dated October 07, 2021 is enclosed herewith along with the Report of the Scrutinizer.

The resolution mentioned in the Postal Ballot Notice dated October 07, 2021, has been deemed to be approved and passed with requisite majority on November 09, 2021, which was the last date for E-Voting/ Receipt of Postal Ballot Forms.

Please take note of the same on your record.

Thanking you,

Yours faithfully,  
For, Add-Shop E-Retail Limited

  
Dineshbhai B. Pandya  
Managing Director  
DIN: 06647303



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**Report on Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

|  |   |
|--|---|
| Date of Postal Ballot Notice   | Thursday, October 07, 2021                    |
| Total Number of Shareholders on record date (October 08, 2021)           | 3875  |
| Voting Start Date  | Sunday, October 11, 2021 at 9.00 A.M. (IST)   |
| Voting End Date  | Tuesday, November 09, 2021 at 5.00 P.M. (IST) |
| *No. of shareholders who have voted through E-Voting and Postal Ballot : | 26  |
| Promoters and Promoter Group :   | 4   |
| Public:  | 22  |
| No. of shareholders attended the meeting through Video Conferencing:     | Not Applicable                                |
| Promoters and Promoter Group:  | -   |
| Public :   | -   |


\* "No. of shareholders present in the meeting" is replaced with "No. of shareholders who have voted through E-Voting and Postal Ballot"

**Details of Agenda**

The detailed agenda items that were transacted by E-voting & Postal Ballot Voting are attached as Annexure in the required format.

Thanking you,

Yours faithfully,  
For, Add-Shop E-Retail Limited

  
Dineshbhai B. Pandya  
Managing Director  
DIN: 06647303



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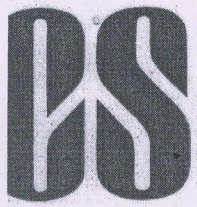
| Resolution (1)   |                |                    |                     |  |                          |                        |                                      |                                    |
|--|----------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                |                    |                     | Special Resolution   |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                    |                     | No   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                |                    |                     | To Issue Convertible Warrants to Non-Promoters of the Company on Preferential basis. |                          |                        |                                      |                                    |
| Category   | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares  | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|  |                | (1)                | (2)                 | (3)=[(2)/(1)]*100  | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group  | E-Voting       |                    | 7136665             | 99.99  | 7136665                  | 0                      | 100.00                               | 0.00                               |
|  | Poll           | 7136682            | 0                   | 0.00   | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0                   | 0.00   | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          | 7136682            | 7136665             | 99.99  | 7136665                  | 0                      | 100.00                               | 0.00                               |
| Public-Institutions  | E-Voting       |                    | 0                   | 0.00   | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           | 0.00               | 0                   | 0.00   | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Postal Ballot  |                    | 0                   | 0.00   | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Total          | 0.00               | 0                   | 0.00   | 0                        | 0                      | 0.00                                 | 0.00                               |
| Public- Non Institutions   | E-Voting       |                    | 382914              | 9.13   | 382914                   | 0                      | 100.00                               | 0.00                               |
|  | Poll           | 4193034            | 0                   | 0.00   | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |                    | 0                   | 0.00   | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          | 4193034            | 382914              | 9.13   | 382914                   | 0                      | 100.00                               | 0.00                               |
| Total  |                | 11329716           | 7519579             | 66.37  | 7519579                  | 0                      | 100.00                               | 0.00                               |



## Resolution (2)

| Resolution required: (Ordinary / Special)                                |                | Ordinary Resolution  |                     |   |                          |                        |                                      |                                    |
|--|----------------|--|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? |                | No   |                     |   |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                | Appointment of M/s J S Maheshwari & Co, Chartered Accountants, as Statutory Auditors to fill up the casual vacancy, caused due to resignation of M/s Loonia & Associates, Chartered Accountants. |                     |   |                          |                        |                                      |                                    |
| Category   | Mode of voting | No. of shares held   | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|  |                | (1)  | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group  | E-Voting       | 7136682  | 7136665             | 99.99                                   | 7136665                  | 0                      | 100.00                               | 0.00                               |
|  | Poll           |  | 0                   | 0.00                                    | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |  | 0                   | 0.00                                    | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |  | <b>7136682</b>      | <b>7136665</b>                          | <b>99.99</b>             | <b>7136665</b>         | <b>0</b>                             | <b>100.00</b>                      |
| Public-Institutions  | E-Voting       | 0.00   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Poll           |  | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | Postal Ballot  |  | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               |
|  | <b>Total</b>   |  | <b>0.00</b>         | <b>0</b>                                | <b>0.00</b>              | <b>0</b>               | <b>0</b>                             | <b>0.00</b>                        |
| Public-Non Institutions  | E-Voting       | 4193034  | 382914              | 9.13                                    | 382914                   | 0                      | 100.00                               | 0.00                               |
|  | Poll           |  | 0                   | 0.00                                    | 0                        | 0                      | 0                                    | 0                                  |
|  | Postal Ballot  |  | 0                   | 0.00                                    | 0                        | 0                      | 0                                    | 0                                  |
|  | <b>Total</b>   |  | <b>4193034</b>      | <b>382914</b>                           | <b>9.13</b>              | <b>382914</b>          | <b>0</b>                             | <b>100.00</b>                      |
| <b>Total</b>   |                | <b>11329716</b>  | <b>7519579</b>      | <b>66.37</b>                            | <b>7519579</b>           | <b>0</b>               | <b>100.00</b>                        | <b>0.00</b>                        |





# G R SHAH & ASSOCIATES

**Scrutinizer's Report**  
*[Postal Ballot through remote e-voting]*

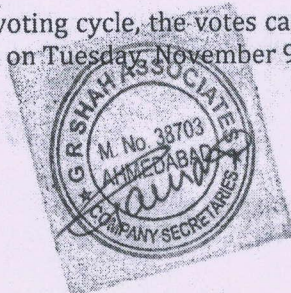
To,  
**The Chairman of**  
**ADD-SHOP E-RETAIL LIMITED**  
**(FORMERLY KNOWN AS ADD-SHOP PROMOTIONS LIMITED)**  
B-304 Imperial Height 1150FT Ring  
Road Rajkot 360005

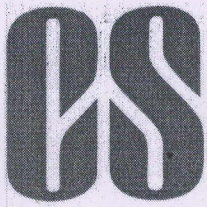
**Sub: Scrutinizer's Report on postal ballot through remote e-voting**

**Dear Sir,**

I, Gaurang Shah, proprietor of M/S G R Shah & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer of M/S ADD-SHOP E-RETAIL LIMITED (FORMERLY KNOWN AS ADD-SHOP PROMOTIONS LIMITED) (CIN: L51109GJ2013PLC076482) ("the Company") to scrutinize Postal ballot through remote e-voting ("remote e-voting") under the provisions of Section 108/110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17 /2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/2020 dated 15<sup>th</sup> June, 2020, General Circular No. 28/2020 dated 17<sup>th</sup> August, 2020 and General Circular No. 33/2020 dated 28<sup>th</sup> September, 2020 and General Circular No. 39/2020 dated 31<sup>st</sup> December 2020 ("General Circular") and as amended time to time issued by the Ministry of Corporate Affairs (the "MCA") in respect of the resolution contained in the Postal Ballot Notice dated 07<sup>th</sup> October, 2021 ("Notice").

1. The voting through remote e-voting. was open from 9.00 A.M Monday, October 11, 2021 up to 5:00 P.M Tuesday, November 9, 2021. The remote e-voting facility was provided by Central Depository Services Limited. In terms of the General Circulars, no physical ballot forms were dispatched by the Company and the votes were cast using remote e-voting facility only. The Company accordingly, sent Postal Ballot Notices to all the members by email, whose names appeared in the Register of Members/list of Beneficial Owners as received from the Depositories as on Friday, October 8, 2021 ("Cut-off Date") and whose email addresses were registered with the Company.
2. The voting rights were reckoned as on Cut-off Date for the purpose of deciding the entitlements of members to vote through remote e-voting.
3. After the end of e-voting cycle, the votes cast through remote e-voting were unblocked by the undersigned on Tuesday, November 9, 2021.





# G R SHAH & ASSOCIATES

4. In terms of General Circulars, no physical ballot forms were dispatched by the Company and hence no postal ballots were received.
5. The members who have voted on the resolution have voted through remote e-voting facilities only in terms of General Circulars.
6. Accordingly, I am submitting this report on the voting by the members on postal ballot through remote e-voting. The results in respect of voting of the resolution contained in the Notice are as under:

## ITEM NO. 1: AS A SPECIAL RESOLUTION

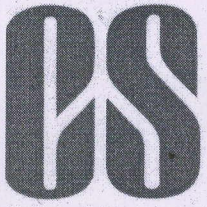
**TO ISSUE CONVERTIBLE WARRANTS TO NON-PROMOTERS OF THE COMPANY ON PREFERENTIAL BASIS:**

| Mode of Voting         | In favour of the resolution |                    |            | Against the resolution |                    |          | Abstained /Invalid |
|------------------------|-----------------------------|--------------------|------------|------------------------|--------------------|----------|--------------------|
|                        | No.of members               | No.of shares/votes | %          | No.of members          | No.of shares/votes | %        | No.of shares/votes |
| Remote e-voting        | 26                          | 7519579            | 100        | 0                      | 0                  | 0        | 0                  |
| Physical postal ballot | N.A.                        | N.A.               | N.A.       | N.A.                   | N.A.               | N.A.     | N.A.               |
| <b>Total</b>           | <b>26</b>                   | <b>7519579</b>     | <b>100</b> | <b>0</b>               | <b>0</b>           | <b>0</b> | <b>0</b>           |

## ITEM NO. 2: AS AN ORDINARY RESOLUTION

**APPOINTMENT OF M/S J S MAHESHWARI & CO, CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS TO FILL UP THE CASUAL VACANCY, CAUSED DUE TO RESIGNATION OF M/S LOONIA & ASSOCIATES, CHARTERED ACCOUNTANTS:**

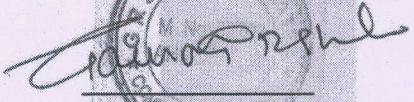




# G R SHAH & ASSOCIATES

| Mode of Voting         | In favour of the resolution |                    |            | Against the resolution |                    |          | Abstained /Invalid |
|------------------------|-----------------------------|--------------------|------------|------------------------|--------------------|----------|--------------------|
|                        | No.of members               | No.of shares/votes | %          | No.of members          | No.of shares/votes | %        | No.of shares/votes |
| Remote e-voting        | 26                          | 7519579            | 100        | 0                      | 0                  | 0        | 0                  |
| Physical postal ballot | N.A.                        | N.A.               | N.A.       | N.A.                   | N.A.               | N.A.     | N.A.               |
| <b>Total</b>           | <b>26</b>                   | <b>7519579</b>     | <b>100</b> | <b>0</b>               | <b>0</b>           | <b>0</b> | <b>0</b>           |

Thanking you,  
Yours faithfully,  
For, G R Shah & Associates  
Company Secretaries

  
Gaurang Shah

Proprietor

COP: 14446

ACS: 38703

UDIN: A038703C001394475

Date: 11-10-2021

Place: Ahmedabad

Counter Signed By



Dineshbhai Bhanushankar Pandya

MANAGING DIRECTOR

DIN: 06647303

