



CIN: L65900MH2010PLC210471

Registered Office: Gala No. 02, F Wing, Sagar Complex, opposite Mini Punjab Dhaba Ovali, Dapode, Bhiwandi – 421302, Mumbai, Maharashtra

Tel.: 022-26744367; E-mail ID: diggimultitrade@gmail.com; Website: www.diggimultitrade.co.in

Date: 16-02-2024

To,
BSE Limited
Corporate Relations Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code- 540811

Sub- Notice of Postal Ballot through Electronic Voting.

Dear Sir/Madam,

We enclose a copy of the Postal Ballot Notice (“Notice”) dated February 15, 2024 together with the Explanatory Statement thereto, seeking approval of the Members for the following agenda:-

- Regularize the appointment of Mr. Samarth Prabhudas Ramanuj (DIN:06660127) as Executive Director and approve the terms of appointment.
- Regularize the appointment of Mrs. Shruti Ramanuj (DIN:09093690) as Executive Director and approve the terms of appointment.
- Regularize the appointment of Mr. Utkarshkumar Sanjaykumar Dave (DIN:10430111) as an Independent Director.
- Regularize the appointment of Mr. Manish Keshavlal Solanki (DIN:10431337) as Independent Director.

The Notice is also available on the website of the Company i.e. www.diggimultitrade.co.in. Members whose names are appeared on in the Register of Members/ List of Beneficial Owners as on cutoff date. i.e 9th February 2024 are eligible for the purpose of E-Voting.

The remote e-voting will commence from Saturday 17th February 2024 (9:00 a.m. IST) and will end on Sunday, 17th March 2024 (5:00 p.m. IST).

Please take the above information on record.

Thanking You,
Yours Faithfully
For Diggi Multitrade Limited

Vinita



CS Vinita Ojha (A31732)
Company Secretary



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POSTAL BALLOT NOTICE

[Pursuant to Sections 110 and 108 of the Companies Act, 2013 read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member,

Notice is hereby given pursuant to Sections 110 and 108 of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Ministry of Corporate Affairs (“MCA”) General Circulars No. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 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 and 3/2022 dated 5th May 2022 (collectively referred to as “MCA Circulars”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and subject to other applicable laws and regulations, for seeking approval of the members of the Company to the resolutions appended below, proposed to be passed through Postal Ballot (“Postal Ballot”) by way of voting through electronic means (“remote e-voting”).

The Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The proposed resolutions and the Explanatory Statement stating the facts as required in terms of Section 102 of the Act as appended hereto forms part of this Postal Ballot Notice (“Notice”).

In compliance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with MCA Circulars, the Company is offering the facility to its Members, to exercise their right to vote on the resolutions appended to this Notice, by electronic means (“remote e-voting”) only. For this purpose, the Company has availed the services of National Securities Depository Limited (“NSDL”) to provide remote e-voting facility to the Members of the Company.

The Board of Directors of the Company has appointed Mr. Nitesh Chaudhary, Practicing Company Secretary, having Membership No. 10010 and Certificate of Practice No. 16275 to act as a Scrutinizer to conduct the e-voting process in a fair and transparent manner.

The Scrutinizer will submit their report to the Chairman of the Company or, in his absence, any person of the Company, duly authorized by the Board for the purpose, after completion of scrutiny of E-voting in a fair and transparent manner.



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The Results of Postal Ballot will be announced on or before **19th March, 2024** and also be hosted on website of the Company www.diggimultitrade.co.in and on the website of NSDL (evoting@nsdl.co.in). The Results will also be communicated to BSE Limited where the Equity Shares of the Company are listed.

The resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. **17th March, 2024** in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.

SPECIAL BUSINESS

To consider and if thought fit, to pass with or without modification, if any, the following resolutions as “**Ordinary Resolutions**”.

ITEM NO 1

REGULARIZE THE APPOINTMENT OF MR. SAMARTH PRABHUDAS RAMANUJ (DIN:06660127) AS EXECUTIVE DIRECTOR AND APPROVE THE TERMS OF APPOINTMENT.

RESOLVED THAT pursuant to provisions of Section 152 and 160 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification (s) or re-enactment thereof for the time being in force) and provisions of the Articles of Association of the Company consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Samarth Prabhudas Ramanuj (DIN:06660127) as Director of the Company w.e.f. 20th December 2023.

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the Company and to do all such acts/deeds/things as may deem fit to give effect to this Resolution.

ITEM NO. 2

REGULARIZE THE APPOINTMENT OF MRS. SHRUTI RAMANUJ (DIN:09093690) AS EXECUTIVE DIRECTOR AND APPROVE THE TERMS OF APPOINTMENT.

RESOLVED THAT pursuant to provisions of Section 152 and 160 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification (s) or re-enactment thereof for the time being in force) and provisions of the Articles



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of Association of the Company consent of the shareholders of the Company be and is hereby accorded to appoint Mrs. Shruti Ramanuj (DIN:09093690) as Director of the Company w.e.f. 20th December 2023.

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the Company and to do all such acts/deeds/things as may deem fit to give effect to this Resolution.

To consider and if thought fit, to pass with or without modification, if any, the following resolutions as **“Special Resolutions”**.

ITEM NO. 3

REGULARIZE THE APPOINTMENT OF MR. MANISH KESHAVLAL SOLANKI (DIN: 10431337) AS INDEPENDENT DIRECTOR

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 and including any other Rules made thereunder and Regulation 16(1)(b) and other applicable provisions of the SEBI (LODR) Regulations 2015, (including any other statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Articles of Association of the Company, Mr. Manish Keshavlal Solanki (DIN: 10431337), who was appointed as an Additional Director (in the capacity of a non- executive Independent Director) of the Company by the Board of Directors at its meeting held on 15th February 2024 pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company to hold office for the period of 5 consecutive years commencing from 15th February 2024 till 14th February, 2029 and whose period of office will not be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the Company and to do all such acts/deeds/things as may deem fit to give effect to this Resolution.

ITEM NO. 4

REGULARIZE THE APPOINTMENT OF MR. UTKARSHKUMAR SANJAYKUMAR DAVE (DIN:10430111) AS AN INDEPENDENT DIRECTOR.

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and



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Qualification of Directors) Rules, 2014 and including any other Rules made thereunder and Regulation 16(1)(b) and other applicable provisions of the SEBI (LODR) Regulations 2015, (including any other statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the Articles of Association of the Company, Mr. Utkarsh Kumar Sanjay Kumar Dave (DIN: 104301110), who appointed as an Additional Director (in the capacity of a non-executive Independent Director) of the Company by the Board of Directors at its meeting held on 15th February 2024 pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company to hold office for the period of 5 consecutive years commencing from 15th February 2024 till 14th February, 2029 and whose period of office will not be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the Company and to do all such acts/deeds/things as may deem fit to give effect to this Resolution.

**By Order of the Board
For Digg Multitrade Limited
Sd/-
VINITA OJHA
(Company Secretary)
Mem No. A31732**

Registered Office: Gala number 02, F wing, sagar complex, opposite mini Punjab Dhaba Ovalidapode, Bhiwandi, Shastrinagar , Thane, Bhiwandi, Maharashtra, India, 421302

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Email: diggimultitradeltd@gmail.com

Place: Thane

Date: 15-02-2024

NOTES:



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1. Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 (the “Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, setting out material facts relating to the resolution proposed to be passed is annexed hereto.

2. The Postal Ballot Notice is being sent only by email to all those Members whose names appear on the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on February 09th, 2024 (the “Cut-off date”) and who have registered their email 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, **Purva Sharegistry (India) Pvt. Ltd** (“RTA”).

3. Members may note that the aforesaid Postal Ballot Notice has been uploaded on the website of the Company at www.diggimultitrade.co.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com. The Postal Ballot Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., evoting@nsdl.co.in.

4. The voting rights of the Members shall be reckoned in proportion to the equity shares held by them on the Cut-off date on **09th February, 2024**. Only those Members holding shares either in physical form or dematerialized form as on the Cut-off date will be entitled to cast their votes by remote e-voting. A person who is not a member as on the Cut-off date should treat this notice for information purpose only.

5. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company can serve notices of postal ballot, and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to temporarily update their email address and mobile number with the Company/Company’s Registrar and Transfer Agents, M/s. Purva Sharegistry (India) Pvt. Ltd by sending an email request at the email ID diggimultitradeltd@gmail.com or busicomp@vsnl.com along with signed scanned copy of the request letter providing the complete postal address with PIN code, email address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate for registering their email address and receiving the Notice of postal ballot and the e-voting instructions.

6. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to diggimultitradeltd@gmail.com.

7. Procedure for Remote E-Voting

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:



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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:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful 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.

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	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e., NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e., NSDL where the e-Voting is in progress.
<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 or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.



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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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

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*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company



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For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on 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 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.

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.



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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 by e-mail to csaparnatripathi@gmail.com with a copy marked to evoting@nsdl.co.in. 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 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 or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to (Ms. Soni Singh, Assistance Manager) at evoting@nsdl.co.in

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 resolutions 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 email to diggimultitradeltd@gmail.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 (diggimultitradeltd@gmail.com). If you are an Individual shareholder 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.**



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3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. 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.

General Instructions

- i. In case Members of the Company who have not registered their e-mail address:

On account of threat posed by COVID-19 and in terms of the MCA and SEBI Circulars mentioned hereinabove, the Company is sending Postal Ballot Notice in Electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the E-voting system only. Therefore, those Members who have not yet registered their e-mail address are requested to get their e-mail addresses temporarily registered by with the Company/Company's Registrar and Transfer Agents, M/s. Purva Sharegistry (India) Pvt. Ltd by sending an email request at the email ID diggimultitradeltd@gmail.com or busicomp@vsnl.com along with signed scanned copy of the request letter providing the complete postal address with PIN code, email address, mobile number, self-attested copy of the PAN card. Post successful registration of email, the Member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable remote e-voting for this Postal Ballot. In case of any queries, member may write to evoting@nsdl.co.in.

- ii. The Remote E-voting period commences from 9.00 a.m. (IST) on **17th February, 2024** and ends at 5.00 p.m. (IST) on **17th March, 2024**. During this period, the members of the Company, holding shares either in physical form or in demat form, as on the Cut-off date i.e., **09th February, 2024** may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- iii. The Scrutinizer shall unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

- iv. Subject to the receipt of sufficient votes, the Resolution shall be deemed to have been passed on the last date of voting i.e., on **17th March, 2024**. The results declared along with the Scrutinizer's Report shall be placed on the Company's website of the Company i.e., www.diggimultitrade.co.in and will be communicated to the Stock Exchanges where the Company's shares are listed.

- v. To receive communication through electronic means, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form.



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If, however, shares are held in physical form, members are advised to register their e-mail address with Purva Sharegistry (India) Pvt. Ltd busicomp@vsnl.com or mail to Company diggimultitradeltd@gmail.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO 1: REGULARIZE THE APPOINTMENT OF MR. SAMARTH PRABHUDAS RAMANUJ (DIN: 06660127) AS EXECUTIVE DIRECTOR AND APPROVE THE TERMS OF APPOINTMENT.

The Board of Directors in their Meeting held on **20th December, 2023** approved the appointment of Mr. Samarth Prabhudas Ramanuj (DIN:06660127) as an Additional Director of the Company. The same has been recommended by the Nomination & Remuneration Committee to regularize and appoint as Executive Director on the board of the Company on the terms and conditions including remuneration as mentioned below, with powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act, 2013 or any statutory amendment or relaxation thereof:

In consideration of the performance of his duties, the Director shall be entitled to receive remuneration as stated herein below: -

- a. Salary: Salary including all perquisites shall be up to limit of Rs. 6,00,000/- per annum, which shall be subject to the evaluation of performance of Directors by Board committee/ NRC, and it will be subject to revision from time to time by Remuneration Committee/ Board of Directors.

In addition to above, the director of the company is also entitled to perquisites as under:



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- i. Commission: Payable for each financial year, subject to such ceilings as may be set out in the Companies Act, 2013 and subject to such ceiling as may be fixed by the Board of Directors from time to time. The amount of commission shall be payable after the annual accounts are approved by the Board of Directors and adopted by the shareholders.

Valuation of Perquisites: Perquisites/allowances shall be valued as Income Tax Rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.

- ii. **Minimum remuneration:** In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Director shall, be paid remuneration as per Schedule -V of the companies act, 2013 by way of salary and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.
- iii. **Computation of ceiling:** The contribution to provident and superannuation funds; gratuity payable & encashment of leave shall not be included in the computation of perquisites for the purposes of the ceiling.
- iv. The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors/Nomination& Remuneration Committee as it may in its discretion, deem fit within the maximum amounts payable to Managing Directors/Directors in accordance with schedule V of the Companies Act, 2013 or any other amendments made hereafter in this Regard.

Additional Information of Directors recommended for appointment/ re-appointment in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of the Director	Mr. Samarth Prabhudas Ramanuj
Father' Name	Prabhudas Tribhovandas Ramanuj
DIN	06660127
Date of Birth:	05/12/1989
Date of first appointment on Board:	20/12/2023
Brief Resume Qualification(s), Experience and Nature of expertise in specific functional areas, Recognition or awards	Mr. Samarth Prabhudas Ramanuj has over 12 years of experience in fields such as solar, business process outsourcing, travel and real estate industry. He is associated as director in MSPR Infotech Private Limited (Executive and Promoter Director), Haxco Invest Private Limited and Aficionados Consulting Private Limited. He is instrumental in making strategic decisions for the above Companies
Shareholding in the Company as on 15 th February, 2024 (including shareholding as a beneficial owner)	12,15,842 Shares
Relationship with other Directors and Key Managerial Personnel	Spouse of Mrs. Shruti Ramanuj
Directorship in Other Companies:	3
Chairmanship/ Membership of Board Committees as on date of this Notice	NA



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Listed entities from which resigned in past three years	NA
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Accordingly, the Board commends the “**Ordinary Resolution**” as set out in item No. 1 of the accompanying notice.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any

ITEM NO 2- REGULARIZE THE APPOINTMENT OF MRS. SHRUTI RAMANUJ (DIN:09093690) AS EXECUTIVE DIRECTOR AND APPROVE THE TERMS OF APPOINTMENT.

At the Board Meeting of the Company held on 20th December, 2023 the Board appointed **Mrs. Shruti Ramanuj (DIN: 09093690)** as an Additional Executive Director of the Company. In terms of Section 161(1) of the Act, The same has been recommended by the Nomination & Remuneration Committee to regularize and appoint as Executive Director on the board of the Company on the terms and conditions including remuneration as mentioned below, with powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act, 2013 or any statutory amendment or relaxation thereof.

The appointment of **Mrs. Shruti Ramanuj (DIN: 09093690) as an Executive Director** shall be effective upon approval by the members through Postal Ballot. **Mrs. Shruti Ramanuj (DIN: 09093690)** is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as an Executive Director of the Company.

In consideration of the performance of his duties, the Director shall be entitled to receive remuneration as stated herein below: -

a. Salary: Salary including all perquisites shall be up to limit of Rs. 6,00,000/- per annum, which shall be subject to the evaluation of performance of Directors by Board committee/ NRC, and it will be subject to revision from time to time by Remuneration Committee/ Board of Directors.

In addition to above, the director of the company is also entitled to perquisites as under:

i. Commission: Payable for each financial year, subject to such ceilings as may be set out in the Companies Act, 2013 and subject to such ceiling as may be fixed by the Board of Directors from time to time. The amount of commission shall be payable after the annual accounts are approved by the Board of Directors and adopted by the shareholders.

Valuation of Perquisites: Perquisites/allowances shall be valued as Income Tax Rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.

ii. Minimum remuneration: In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the Director shall, be paid remuneration as per Schedule -V of the companies act, 2013 by way of salary and perquisites as set out above, as minimum



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remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013, from time to time.

iii. Computation of ceiling: The contribution to provident and superannuation funds; gratuity payable & encashment of leave shall not be included in the computation of perquisites for the purposes of the ceiling.

iv. The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors/Nomination& Remuneration Committee as it may in its discretion, deem fit within the maximum amounts payable to Managing Directors/Directors in accordance with schedule V of the Companies Act, 2013 or any other amendments made hereafter in this Regard.

Additional Information of Directors recommended for appointment/ re-appointment in terms of Regulation 26(4) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of Director	Shruti Ramanuj
Fathers' Name:	Manoj kumar Acharya
Date of Birth:	22-08-1994
First Appointment on Board's	20-12-2023
Nature of her expertise in specific functional areas:	Ms. Shruti Ramanuj has completed her Bachelors in Education. She has over 7 years of experience in the field of automobile and real estate and also passionately managing Food Business. She is associated as director in Haxco Invest Private Limited and Kashtabhanjan Industries Private Limited. She looks after overall management and operations of the Company.
Years of Experience:	7
Qualification:	Bachelor
Directorship in Other Companies:	3
Name of other public limited Companies, where she is Director	NA
Member/Chairman of the Committee including this listed entity	NA
Shareholding in the Company as on 15th February, 2024 (including shareholding as a beneficial owner)	1,10,000 Shares
Relationship with other Directors and KMP:	Spouse of Mr. Samarth Prabhudas Ramanuj
Listed entities from which resigned in past three years	NA

Accordingly, the Board commends the "Ordinary Resolution" as set out in item No. 2 of the accompanying notice.



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None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any

ITEM NO 03 - TO APPOINT MR. MANISH SOLANKI (DIN: 10431337) AS NON-EXECUTIVE INDEPENDENT DIRECTOR:

At the Board Meeting of the Company held on 15th February, 2024 the Board had appointed **Mr. Manish Solanki (DIN: 10431337)** as an additional Non-Executive Independent Director of the Company. In terms of Section 161(1) of the Act, **Mr. Manish Solanki (DIN: 10431337)**, and is eligible for appointment as Non-Executive Independent Director for a term of 5 years from 15th February, 2024 to till 14th February, 2029.

The appointment of **Mr. Manish Solanki (DIN: 10431337)** shall be effective upon approval by the members in the Meeting. **Mr. Manish Solanki (DIN: 10431337)** is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director (independent Director) of the Company and has given declaration to the Board that he meets criteria for independence as provided under section 149(6) of the Act and Regulation 16 (1) (b) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Brief Resume of Mr. Manish Solanki (DIN: 10431337)

Mr. Manish Solanki holds degree of Bachelor of Legislative Law. He is Experienced lawyer with 10+ years of experience in various legal issues including Skill in providing reliable and accurate advice to clients, researching legal issues, and representing clients in court. Adept at drafting legal documents, creating strategies, and negotiating settlements.

Additional Information of Directors recommended for appointment/ re-appointment in terms of Regulation 26(4) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of Director	Solanki Manish Keshavlal
Fathers' Name:	Keshavlal Baghabhai Solanki
Date of Birth:	30-06-1979
First Appointment on Board's	15 th February 2024
Nature of his expertise in specific functional areas:	Mr. Manish Solanki holds degree of Bachelor of Legislative Law. He is Experienced lawyer with 10+ years of experience in various legal issues including Skill in providing reliable and accurate advice to clients, researching legal issues, and representing clients in court. Adept at drafting legal documents, creating strategies, and negotiating settlements.
Years of Experience:	10
Qualification:	Bachelor in Law
Directorship in Other Companies:	NA



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Name of other public limited Companies, where he is Director	NA
Member/Chairman of the Committee including this listed entity	NA
Shareholding in the Company as on 15th February, 2024 (including shareholding as a beneficial owner)	Nil
Last Drawn remuneration:	NA
Relationship with other Directors and KMP:	No

Accordingly, the Board commends the “**Special Resolution**” as set out in item No.3 of the accompanying notice.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any.

ITEM NO. 4 REGULARIZE THE APPOINTMENT OF MR. UTKARSHKUMAR SANJAYKUMAR DAVE (DIN:10430111) AS INDEPENDENT DIRECTOR

At the Board Meeting of the Company held on 15th February, 2024 the Board had appointed **MR. UTKARSHKUMAR SANJAYKUMAR DAVE (DIN:10430111)** as an additional Non-Executive Independent Director of the Company. In terms of Section 161(1) of the Act, **Mr. Utkarshkumar Sanjaykumar Dave (DIN:10430111)**, and is eligible for appointment as Non-Executive Independent Director for a term of 5 years from 15th February, 2024 to till 14th February, 2029.

The appointment of **Mr. Utkarshkumar Sanjaykumar Dave (DIN:10430111)** shall be effective upon approval by the members in the Meeting. **Mr. Utkarshkumar Sanjaykumar Dave (DIN:10430111)** is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

Brief Resume of Mr. Utkarshkumar Sanjaykumar Dave (DIN:10430111)

Mr. Utkarsh Dave holds a Bachelors degree in Commerce. He is having experience of more than 5 years in managing sales operations with focus in top-line and bottom line performance and expertise in determining company’s strategic direction as conveyed through policies & corporate objectives. he is an excellent negotiator, leader, and policy lobbyist in all matters related to business operations.

Additional Information of Directors recommended for appointment/ re-appointment in terms of Regulation 26(4) and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of Director	Utkarshkumar Sanjaykumar Dave
Fathers’ Name:	Sanjaykumar Jaswantlal Dave
Date of Birth:	25-11-1996
First Appointment on Board’s	15 th February 2024



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Tel.: 022-26744367; E-mail ID: diggimultitrade@gmail.com; Website: www.diggimultitrade.co.in

Nature of his expertise in specific functional areas:	Mr. Utkarsh Dave holds a Bachelors degree in Commerce. He is having experience of more than 5 years in managing sales operations with focus in top-line and bottom line performance and expertise in determining company's strategic direction as conveyed through policies & corporate objectives. he is an excellent negotiator, leader, and policy lobbyist in all matters related to business operations.
Years of Experience:	5
Qualification:	Bachelor
Directorship in Other Companies:	NA
Name of other public limited Companies, where he is Director	NA
Member/Chairman of the Committee including this listed entity	NA
Shareholding in the Company as on 15th February, 2024 (including shareholding as a beneficial owner)	NA
Last Drawn remuneration:	NA
Relationship with other Directors and KMP:	NA

Accordingly, the Board commends the “**Special Resolution**” as set out in item No. 4 of the accompanying notice.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any

By Order of the Board
For Diggi Multitrade Limited
Sd/-
VINITA OJHA
COMPANY SECRETARY
Mem No. A31732

Registered Office: Gala number 02, F Wing, Sagar Complex,
opposite Mini Punjab Dhaba Ovali Dapode,
Bhiwandi, Shastrinagar, Thane, Bhiwandi, Maharashtra, India, 421302

CIN: L65900MH2010PLC210471
Email: diggimultitradeltd@gmail.com

Place: Thane
Date:15-02-2024