

Date: 14th September, 2021

To,
The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai 400 001
BSE Scrip Code: 540726

Dear Sir/Madam,

Sub: Intimation of the Postal Ballot Process initiated by Trident Texofab Limited (“the Company/TTFL”) for obtaining shareholders’ approval

We would like to inform you that the Board of Directors of the Company on September 14, 2021 has approved the conducting of Postal Ballot by way of remote e-voting facility only, to obtain approval of the shareholders of the Company by way of:-

- 1. Ordinary Resolution:** Increase In Authorized Share Capital of the Company and consequent alteration in the capital clause of Memorandum of Association of the Company.
- 2. Special Resolution:** To convert financial assistance/loan into fully paid up equity shares of the company
- 3. Special resolution:** Authorise Directors to convert financial assistance into fully paid up equity shares of the company

In this regard, please find enclosed copy of the Postal Ballot Notice dated September 14, 2021 for obtaining approval of the shareholders.

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, Ministry of Corporate Affairs, Government of India (the “MCA”) in terms of the MCA Circulars, has advised the companies to take all decisions requiring members approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / E-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a General Meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to December 31, 2021, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. Further, the Company will send Postal Ballot Notice by email to all its members 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.

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

The voting rights of the shareholders of the Company shall be determined based on the equity shares held by them as on Cut-off Date i.e. Friday, September 10, 2021.

TRIDENT TEXOFAB LIMITED

The remote e-voting facility will be available for the following period:

Commencement of e-voting: Thursday, September 16, 2021 (10:00 A.M. IST)

End of e-voting: Friday, October 15, 2021 (5:00 P.M. IST)

The Board of Directors of the Company has appointed Mr. Praful Vekariya (Membership No. 21367 C.P. No. 10858), Practicing Company Secretary as the Scrutinizer for conducting the postal ballot /e-voting process in a fair and transparent manner. Result of postal ballot through remote e-voting will be submitted by Saturday, October 16, 2021 and will be posted on the Company's website www.tridenttexofab.com, on the website of Company's Registrar at <https://evoting.kfintech.com> and BSE's website at www.bseindia.com.

In case of shareholders have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:


- a. In light of the MCA Circulars, members who have not registered their email address and in consequence could not receive the remote e-voting notice may temporarily get their email address registered with the KFin, by clicking the link: <https://ris.kfintech.com/clientservices/postalballot/registration.aspx> and follow the registration process as guided thereafter. Post successful registration of the email address, the member would get a soft copy of the Notice and the procedure for remote e-voting along with the user ID and password to enable remote e-voting for this postal ballot. In case of any queries, members may write to: einward.ris@kfintech.com or cs@tridenttexofab.com.
- b. It is clarified that for permanent registration of email address, members are requested to register their email addresses, in respect of electronic holdings with their concerned depository participants and in respect of physical holdings with KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, India by following due procedure.
- c. Those members who have already registered their email addresses are requested to keep their email addresses validated with their depository participants/ KFin to enable servicing of notices and documents electronically to their email address.

For any query or grievance pertaining to remote e-voting, members may write to Company at cs@tridenttexofab.com or may contact Mr. V. Raghunath, Deputy Manager-Corporate Registry-KFin Technologies Private Limited (KFin), Unit Trident Texofab Limited, Selenium, Tower B, Plot 31 & 32, Financial District, Gachibowli, Nanakramguda, Hyderabad - 500032, Tel. No.: +91 40 6716 1606/1776 or send an e-mail at einward.ris@kfintech.com or raghu.vedha@kfintech.com or may contact at their Toll Free No.: 18003094001 for any further clarifications.

Further, members may also visit Help & FAQs section available at KFin's website <https://evoting.kfintech.com>.

This is for your information and also for the information of the members and public at large.

Yours faithfully,
For Trident Texofab Limited


Sanju Patel
Company Secretary & Compliance Officer



Encl. Postal Ballot Notice

TRIDENT TEXOFAB LIMITED

(CIN: L17120GJ2008PLC054976)

REGD. OFFICE: 2004, 2ND FLOOR, NORTH EXTENSION, FALSAWADI, BEGUMPURA, NODH-4/1650,
SAHARA DARWAJA, SURAT-395003, GUJARAT

Phone: +91-261-2451284/274 Email: info@tridenttexofab.com

Website: www.tridenttexofab.com

POSTAL BALLOT NOTICE

[NOTICE PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 AND RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 READ WITH SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SEBI (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED.]

Dear Members,

NOTICE is hereby given that, pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with applicable rules (the "Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA") for holding General Meetings / Conducting postal ballot through e-voting vide General Circular Nos. 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 and 10/2021 dated 23rd June 2021 (the "Relevant Circulars") and SEBI Circular No. SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 dated May 12, 2020 and SEBI / HO / CFD / CMD2 / CIR / P / 2021 / 11 dated 15th January 2021, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, to transact the below mentioned proposed special businesses by the members of the Trident Texofab Limited ("the Company") by passing resolutions through postal ballot ("Postal Ballot") only through remote e-voting.

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, Ministry of Corporate Affairs, Government of India (the "MCA") in terms of the MCA Circulars, has advised the companies to take all decisions requiring members approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / E-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a General Meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to December 31, 2021, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. Further, the Company will send Postal Ballot Notice by email to all its members 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.

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

The Board of Directors of the Company proposes to obtain the consent of the members by way of Postal Ballot for the matters as considered in the Resolution appended below. The Explanatory Statement pursuant to Section 102 of the Act pertaining to the said Resolutions setting out material facts and the reasons for the Resolution is also annexed.

You are requested to peruse the proposed Resolution along with their respective Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

The Board of Directors of the Company has appointed Mr. Praful Vekariya (Membership No. 21367, C.P. No. 10858), Practicing Company Secretary as the Scrutinizer for conducting the postal ballot /e-voting process in a fair and transparent manner.

In accordance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company is providing e-voting facility to its members, details of which are given in notes forming part of the notice. Reference to postal ballot(s) in this notice includes voting through electronic means.

SPECIAL BUSINESSES:

1. INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the Companies (Share Capital & Debentures) Rules, 2014, including any statutory modification(s) thereof, and Article No. 4 of the Articles of Association of the Company (‘AOA’), consent of the members be and is hereby given to increase the Authorized Share Capital of the Company from the existing Rs. 10,50,00,000/- (Rupees Ten Crore fifty lakhs only) divided into 1,03,00,000 (One Crore Three Lacs) equity share of Rs. 10/- (Rupees Ten only) each and 2,00,000 (Two Lacs) Preference Shares of Rs. 10/- (Rupees Ten only) each To Rs. 12,00,00,000/- (Rupees Twelve Crore only) by creation of additional 15,00,000 (Fifteen Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each aggregating Rs. 1,50,00,000/- (Rupees one Crore Fifty Lacs only).

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Act, read with the Companies (Incorporation) Rules, 2014, including any statutory modification(s) thereof, the existing Clause V of the Memorandum of Association of the Company be replaced with the following new Clause V:

“V. The Authorized Share Capital of the Company is Rs. 12,00,00,000/- (Rupees Twelve Crore only) divided into Rs 11,80,00,000/- (Rupees Eleven Crore Eighty Lacs only) divided into 1,18,00,000 (one crore eighteen lacs)Equity Shares of Rs. 10/- (Rupees Ten only) each and Rs. 20,00,000/- (Rupees twenty lacs) divided into 2,00,000 (Two Lacs) Preference Shares of Rs. 10/- (Rupees Ten only) each, with the power to increase or reduce the Capital of the Company and divide the shares in the Capital for the time being into several classes and attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being and to determine, vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2013 or by the Articles of Association of the Company for the time being.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, board of directors of the Company be and is hereby authorized to take all such steps and actions and give such directions as may in their absolute discretion, be deemed necessary and to settle any question or difficulty that may arise in this regard and file required forms/returns with the Registrar of Companies or any other government authority/ies including to delegate all or any of its powers herein conferred to any Committee of directors/ director/ any other Officer(s) / Authorized Representative(s) of the company and to do all such acts, deeds and things as may be necessary and expedient to give effect to this Resolution.”

2. TO CONVERT FINANCIAL ASSISTANCE/LOAN INTO FULLY PAID UP EQUITY SHARES OF THE COMPANY.

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 62 (3) and other applicable provisions of the Companies Act, 2013 and rules made there under and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended (“ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 (“LODR Regulations”), any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, stock exchange and/or any other statutory / regulatory authority, the Listing Agreement entered into by the Company with the stock exchange, subject to all such approvals, permissions or sanctions as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), permission(s) or sanction(s) which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board”, which expression shall be deemed to include any Committee duly constituted/ to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution), consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow the loan which the Company may be avail by way of loan facilities/or financial assistance (hereinafter referred to as “Loan Facili(ty/ties)”) from the individual persons mentioned below (hereinafter referred to as the “Lender(s)”) which expression shall, unless it is repugnant to the subject or context thereof, includes their successors and the persons to whom Lenders may assigns, novates, or otherwise transfers its rights and/or obligations under the financing agreements) by giving an option to the Lender(s) in terms of the respective Financing/Loan agreements entered into/to be entered into by the Company with such Lender(s), to convert either the whole or any part of the outstanding principal amount under the Loan Facility (whether then due and payable or not) and/or interest, payable to such Lender(s) in one or more tranche(s) upto an amount as mentioned in below table, into fully paid up equity shares of the Company at a price determined in accordance with applicable law and as per terms as may be specified in the financial agreement and in the manner specified in the written notice, provided by such Lender(s) to the Company, of their respective intention to convert the loans:

Sr. No.	Name of Lenders	Maximum Amount of Loan (Rs.)
1	Chetan C. Jariwala	2,60,00,000
2	Hardik J. Desai	1,60,00,000
3	Manish D. Halwawala	1,50,00,000
4	Maniya H. Desai	30,00,000

RESOLVED FURTHER THAT upon receipt of Notice of Conversion, the Board be and is hereby authorized to do all such acts, deeds and things, including allotment and issue of requisite number of fully paid up Equity Shares in the Company to such Lenders, as it deems fit.

RESOLVED FURTHER THAT the Equity Shares to be so allotted and issued to the lenders pursuant to its exercising the right of conversion shall rank pari-passu in all respects with the existing Equity Shares in the Company and be listed on the Stock Exchange(s) where the existing shares of the Company are listed.

RESOLVED FURTHER THAT the equity shares to be so allotted and issued to the lenders pursuant to its exercising the right of conversion shall be listed on BSE Ltd and that the Board be and is hereby authorized to make the necessary applications and to take all other steps as may be necessary for and in connection with the listing of the equity shares proposed to be allotted to the Proposed lenders and for admission of such equity shares with the depositories, viz National Securities Depositories Limited and/or Central depository Services (India) Limited, and for the credit of such equity shares to the demat account of Proposed lenders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lenders arising from or incidental to the aforesaid terms providing for such option.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable or as may be required to create, offer, issue and allot the aforesaid shares, to dematerialize the shares of the Company and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection with or incidental thereto as the Board in its absolute discretion any deem fit, without it being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this Resolution to any Director or Directors or to any Committee of Directors or any other executive(s) or officer(s) of the Company to give effect to the aforesaid Resolution.”

3. AUTHORISE DIRECTORS TO CONVERT FINANCIAL ASSISTANCE INTO FULLY PAID UP EQUITY SHARES OF THE COMPANY

To consider and if thought fit, to pass the following Resolution, with or without modification, as a Special Resolution:

“RESOLVED THAT pursuant to Section 62 (3) and other applicable provisions of the Companies Act, 2013, and rules made there under and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018, as amended (“ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation 2015 (“LODR Regulations”), any other rules / regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India, Reserve Bank of India, stock exchange and/or any other statutory / regulatory authority, the Listing Agreement entered into by the Company with the stock exchange, subject to all such approvals, permissions or sanctions as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), permission(s) or sanction(s) which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board”, which expression shall be deemed to include any Committee duly constituted/ to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution), consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company in respect of availing of the Financial Assistance including loans extended / to be extended by the Financial Institutions/Banks/any Body Corporate/ Directors (including a Rupee Term Loan Facility availed or to be

availed) or/and from any such other lenders, upto an amount of Rs. 25 Crore (Twenty Five Crore) on terms and conditions contained in the respective financing documents as may be approved by the Board from time to time which terms and conditions may inter alia provide for an enabling option to the Lenders at their absolute discretion, on one or more occasion during the currency of such Financial Assistance, to convert the whole or any part of such outstanding Financial Assistance into fully paid up Equity Shares of the Company, as per the relevant guidelines of the Securities Exchange Board of India or such other method as may be prescribed and in the manner specified in a notice in writing (which shall be in accordance with the applicable law) to be given by the relevant lenders (or their agents or trustees) to the Company (Notice of Conversion).

RESOLVED FURTHER THAT on receipt of the notice of conversion, the Board be and is hereby authorized to do all such acts, deeds and things as the Board may deem necessary and shall allot and issue the requisite number of fully paid-up Equity Shares in the Company to such Bank(s) / Financial Institution(s)/ Body Corporate/Directors/any other person.

RESOLVED FURTHER THAT the Equity Shares to be so allotted and issued to the lenders pursuant to its exercising the right of conversion shall rank pari-passu in all respects with the existing Equity Shares in the Company and be listed on the Stock Exchange(s) where the existing shares of the Company are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lenders arising from or incidental to the aforesaid terms providing for such option.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable or as may be required to create, offer, issue and allot the aforesaid shares, to dematerialize the shares of the Company and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection with or incidental thereto as the Board in its absolute discretion any deem fit, without it being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this Resolution to any Director or Directors or to any Committee of Directors or any other executive(s) or officer(s) of the Company to give effect to the aforesaid Resolution.”

By Order of the Board
For Trident Texofab Limited
Sd/-
Sanju Patel
Company Secretary & Compliance Officer
M. No. A37257
Date: 14.09.2021
Place: Surat

REGISTERED OFFICE: 2004, 2nd Floor, North Extension, Falsawadi, Begumpura,
Nodh-4/1650, Sahara Darwaja, Surat-395003, Gujarat
Tel.: +91-261-2451274/2451284 Email: info@tridenttexofab.com Website: www.tridenttexofab.com

NOTES:

1. The explanatory statement pursuant to Section 102 of the Companies Act read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed special businesses are annexed hereto.
2. The postal ballot notice is being sent to/ published/ displayed for all the members, whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (“NSDL”)/ Central Depository Services (India) Limited (“CDSL”) on Friday, September 10, 2021, which will be considered for the purposes of remote e-voting. A person who is not a member as on the aforesaid date should treat this Notice for information purposes only.
3. The voting rights of Members shall be in proportion to their Share in the paid-up Equity Share Capital of the Company as on the cut-off date i.e. Friday, September 10, 2021.
4. Due to non-availability/difficulty of postal and courier services, on account of threat posed by COVID-19 pandemic situation and as per Circular of MCA and SEBI, the Company is sending the Notice electronically to all the members whose e-mail addresses are registered with the Company or with the depositories/depository participants or with the Company’s Registrar and Transfer Agent i.e., KFin Technologies Private Limited (“KFin”), and express its inability to dispatch hard copy of the Notice along with postal ballot form and postage prepaid self-addressed business reply envelope to the members whose email address are not registered. To facilitate such members to receive this Notice electronically and cast their vote electronically, the Company has made special arrangement with its Registrar & Transfer Agent i.e., KFin, for registration of email addresses in terms of the MCA Circulars. The process for registration of email addresses is as under:
 - a. In light of the MCA Circulars, members who have not registered their email address and in consequence could not receive the remote e-voting notice may temporarily get their email address registered with the KFin, by clicking the link: <https://ris.kfintech.com/clientservices/postalballot/registration.aspx> and follow the registration process as guided thereafter. Post successful registration of the email address, the member would get a soft copy of the Notice and the procedure for remote e-voting along with the user ID and password to enable remote e-voting for this postal ballot. In case of any queries, members may write to: einward.ris@kfintech.com or cs@tridenttexofab.com.
 - b. It is clarified that for permanent registration of email address, members are requested to register their email addresses, in respect of electronic holdings with their concerned depository participants and in respect of physical holdings with KFin Technologies Private Limited, Selenium, Tower B, Plot 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, India by following due procedure.
 - c. Those members who have already registered their email addresses are requested to keep their email addresses validated with their depository participants/ KFin to enable servicing of notices and documents electronically to their email address.
5. The Notice has also been placed on Company’s website: www.tridenttexofab.com and KFin’s e-voting website: <https://evoting.kfintech.com> and will also be available on the website of stock exchanges i.e., www.bseindia.com.
6. A member cannot exercise his vote by proxy on postal ballot. All members are requested to cast their votes only through remote e-voting as per the procedure provided herein.

7. The resolutions passed by the members through postal ballot are deemed to have been passed as if they have been passed at a duly convened general meeting of the members on the last date of e-voting i.e. Friday, October 15, 2021.

8. Voting through electronic means

Pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of Listing Regulations, General Circular and any other applicable provisions, if any, the Company has extended remote e-voting facility to enable the members to cast their votes electronically through the remote e-voting services provided by KFin.

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	From 10:00 A.M.(IST) on Thursday, September 16, 2021
End of remote e-voting	Upto 5:00 P.M. (IST) on Friday, October 15, 2021

9. The remote e-voting module shall be disabled by KFin for voting at 5:00 P.M. (IST) on Friday, October 15, 2021. Once the vote on the resolution is cast by a member, he or she will not be allowed to change it subsequently. Kindly note that the Members can opt for only through evoting.

The procedure and instructions for remote e-voting are as follows:

- a. Launch the internet browser by typing the URL <https://evoting.kfintech.com>;
- b. Enter the login credentials (i.e., user ID and password). However, if you are already registered with KFin for remote e-voting, you can use your existing user ID and password for casting your vote;

User ID	For members holding shares in demat form: - i) For NSDL: - 8 Character DP ID followed by 8-digit Client ID ii) For CDSL: - 16 digits Beneficiary ID / Client ID For members holding shares in physical form: - E-Voting Event Number ("EVENT") followed by folio no. registered with the Company.
Password	Your existing password/ unique password provided in the e-mail forwarding the electronic notice

- c. After entering these details appropriately, click on "LOGIN";
- d. You will now reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum eight characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and one special character (@, \$, # etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential;
- e. After changing password, you need to login again with the new credentials;
- f. On successful login, the system will prompt to select the EVENT for Trident Texofab Limited;
- g. On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under each of the heading of the resolution and cast your vote by choosing the "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as on Friday, September 10, 2021. You may also choose the option "ABSTAIN" and the shares held will not

- be counted under either head. Option “FOR” implies assent to the resolution and “AGAINST” implies dissent to the resolution. If the member does not indicate either “FOR” or “AGAINST”, it will be treated as “ABSTAIN” and the shares held will not be counted under either head;
- h. You may then cast your vote by selecting an appropriate option and click on “Submit”;
 - i. Members holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat accounts;
 - j. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained;
 - k. A confirmation box will be displayed. Click “OK” to confirm, else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the resolution(s);
 - l. Corporate/ institutional members (i.e., other than individuals, HUF, NRI etc.) are also required to send scanned certified true copy (in pdf format) of the board resolution/ authority letter etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at pnvekariya12@gmail.com with a copy marked to evoting@kfintech.com and cs@tridenttexofab.com. The scanned image of the above-mentioned documents should be in the naming format “Corporate Name EVENT”;
 - m. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

For any query or grievance pertaining to remote e-voting, members may write to Company at cs@tridenttexofab.com or may contact Mr. V. Raghunath, Deputy Manager-Corporate Registry–KFin Technologies Private Limited (KFin), Unit Trident Texofab Limited, Selenium, Tower B, Plot 31 & 32, Financial District, Gachibowli, Nanakramguda, Hyderabad - 500032, Tel. No.: +91 40 6716 1606/1776 or send an e-mail at inward.ris@kfintech.com or raghu.veedha@kfintech.com or may contact at their Toll Free No.: 18003094001 for any further clarifications.

Further, members may also visit Help & FAQs section available at KFin’s website <https://evoting.kfintech.com>.

- 10. ALL relevant documents referred to in the explanatory statement to this Notice will be available for electronic inspection without any fee by the members from the date of circulation of this Notice upto the date of the last date for receipt of votes by remote e-voting i.e., Friday, October 15, 2021. Members seeking to inspect can send an e- mail to the Investor Service Cell of the Company at cs@tridenttexofab.com. Further, any query in relation to the resolution proposed to be passed by postal ballot may be addressed to the company secretary of the Company at cs@tridenttexofab.com
- 11. As required by Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and Listing Regulations the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one daily newspaper circulating in Surat.
- 12. The Scrutinizer will submit his report to the Chairman of the Company, or any person duly authorized by him after completion of the scrutiny of votes cast. The Chairman or any Director or any other person authorized by the Chairman shall declare the results of the postal ballot as per the statutory timelines. The results along with the Scrutinizer’s report will also be posted websites of the Company i.e., www.tridenttexofab.com KFin i.e., <https://evoting.kfintech.com>, stock exchanges i.e., www.bseindia.com and on the website of the depositories. In the event that the lockdown on account of COVID-19 pandemic is eased off and the Company’s offices are open for business, the Company will also display the results at its registered office. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified for remote e-voting i.e., Friday, October 15, 2021.

- 13.** The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
- 14.** Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, KFin Technologies Private Limited to provide efficient and better services.

**EXPLANATORY STATEMENT
[PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013]**

FOR ITEM NO.: - 1

With a view to meet the working capital requirements of the Company considering the growth plans and strategies set out by the management of the Company, the Company proposes to raise paid up capital by way of issue of shares which are benefited to the company. Since the issue of shares will result in an increase in paid-up capital of the Company, the Company therefore proposes to increase its authorized share capital.

As per section 61(1) and other applicable provisions of the Companies Act, 2013, the consent of the shareholders is required for increasing the authorized share capital of the Company. Therefore, it is proposed to increase authorized share capital from Rs. 10,50,00,000/- (Rupees Ten Crore fifty lakhs Only) divided into 1,03,00,000 (One Crore Three Lacs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 2,00,000 (Two lacs) Preference Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 12,00,00,000/- (Rupees Twelve Crore only) consisting of 1,18,00,000 (One Crore and Eighteen Lacs) equity shares of Rs. 10/- (Rupees Ten Only) each and 2,00,000 (Two lacs) Preference Shares of Rs. 10/- (Rupees Ten only) each by creation of additional 15,00,000 (fifteen Lacs) equity shares of Rs. 10/- (Rupees Ten only) each. Consequent to increase in the authorized share capital, it is necessary to change the existing capital clause of the Memorandum of Association of the Company.

The Board recommends the resolution as set out at Item No. 1 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the resolution set forth in Item No. 1 of this Notice except to the extent of their shareholding held by them in the Company.

ITEM NO 2 & 3

To meet funding requirements towards proposed capital expenditures, operational expenditure and working capital by the Company and for general corporate purposes, your Company has availed / will avail financial assistance by way of loans from the persons/lenders from time to time upon such terms and conditions stipulated by them and approved by the Board.

For the purposes of such Borrowings, the Company may, from time to time, be required to execute financing agreement, which provides for an enabling option to the Lenders, to convert the whole or any part of such outstanding Financial Assistance, into fully paid up Equity Shares of the Company upto amount mentioned in the resolution.

Terms of sanction if provides that in the event of default by the Company under the lending arrangements or upon exercise of an option provided/agreed under the lending arrangements the lenders may be entitled to exercise the option to convert whole or part of their outstanding facility into fully paid up Equity Shares of the Company at a price to be determined in accordance with the applicable SEBI regulations at the time of such conversion in one or more tranche(s).

Further, Section 62(3) of the Companies Act, 2013, provides that nothing in Section 62 shall apply to the increase of the subscribed capital of a Company caused by the exercise of an option as a term attached to

the debentures issued or loan raised by the company to convert such debentures or loans into shares in the Company; provided that the terms of issue of such debentures or loan containing such an option have been approved before the issue of such debentures or the raising of loan by a special resolution passed by the company in General Meeting.

Accordingly, the Board recommends the resolutions as set out above, to enable the Lenders, in terms of the lending arrangements, entered/ to be entered and as may be specified under the Financing agreement already executed or to be executed in respect of the Loans availed/to be availed, at their option, to convert the whole or part of their respective Loans into equity shares of the Company, at price decided as per applicable laws and in the manner specified in the written notice provided by the Lenders to the Company, of their respective intention to convert the loans.

Pursuant to provisions of Section 62(3) of the Companies Act, 2013, this resolution requires approval of the members by way of passing of a Special Resolution. Hence, the Board recommended the said enabling resolution for the approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives may be deemed to be interested/concerned in the resolutions, except to their respective shareholdings in the Company, if any.

By Order of the Board
For Trident Texofab Limited
Sd/-
Sanju Patel
Company Secretary & Compliance Officer
M. No. A37257
Date: 14.09.2021
Place: Surat

REGISTERED OFFICE: 2004, 2nd Floor, North Extension, Falsawadi, Begumpura,
Nodh-4/1650, Sahara Darwaja, Surat-395003, Gujarat
Tel.: +91-261-2451274/2451284 Email: info@tridenttexofab.com Website: www.tridenttexofab.com