

Date: 19.01.2022

To,
BSE Limited
P J Towers,
Dalal Street,
Mumbai - 400001

Sub: Notice of Postal Ballot under Section 110 of the Companies Act, 2013 and Calendar of Events for Postal Ballot

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We enclose herewith copy of Notice of Postal Ballot along with Explanatory Statement, Auditor's Certificate as per sub-regulation (1) of Regulation 45 of SEBI LODR, Regulation, 2015 and Calendar of Events for Postal Ballot.

Calendar of Events for Postal Ballot:

Sr. No.	Events	Day & Date
1.	Cut-off date for ascertaining the list of shareholders/members to whom the notice of Postal Ballot will be sent and also for reckoning voting rights.	Friday, December 31,2021.
2.	Date & Time of Commencement Remote E-Voting	Thursday, January 20, 2022 9.00 AM
3.	Date of Closure of Postal Ballot Voting & E-Voting	Friday, February 18, 2022 5.00 PM
4.	Submission of the Postal Ballot Report to the Chairman by the Scrutinizer	On or before Monday, February 21, 2022
5.	Date of declaration of the Result by the Managing Director or other Directors authorized by the Board	On or before Monday, February 21, 2022

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,

For, SYLPH EDUCATION SOLUTIONS LIMITED


PARESHBHAI GANPATBHAI SENGAL
DIRECTOR

DIN: 08444758

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

POSTAL BALLOT NOTICE

[Notice Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given, in accordance with Section 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") including any amendment thereof, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13 April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020 and 39/2020 dated 31st December, 2020 ("General Circulars") issued by the Ministry of Corporate Affairs (the "MCA") for seeking the approval of the Members Amradeep Industries Limited (the "Company") by way of Special Resolution for the business set out hereunder through Postal Ballot through remote e-voting ("Postal Ballot/ E-Voting")

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, MCA in terms of its General Circulars, has advised the companies to take all decisions of urgent nature 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. Moreover, in terms of the General Circulars, 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 General Circulars.

The explanatory statement pertaining to the aforesaid resolution setting out the material facts concerning item and the reasons thereof are annexed hereto with a Postal Ballot Form for your consideration.

The Board of Directors of the Company has appointed M/s Daksha Negi & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the voting process through Postal Ballot / E-Voting in accordance with the law and in a fair and transparent manner.

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged National Securities Depository Limited ("NSDL") to provide e-voting facility for its Members. The E-Voting facility is available at the link www.evoting.nsdl.com from 09:00 AM on Thursday January 20, 2022 up to 05:00 PM on Friday, February 18, 2022. E- Voting module will be blocked by NSDL at 05:00 PM on Friday, February 18, 2022 and voting shall not be allowed beyond the said date and time.

The Scrutinizer will submit her Report, in writing, upon completion of scrutiny of E-Voting data provided by NSDL, in a fair and transparent manner. The result on the resolution proposed to be passed through Postal Ballot/E-Voting shall be announced On or before Monday, February 21, 2022 and will be displayed on the notice board at the Registered Office of the Company for a period of 3 (Three) days and shall be communicated to BSE Limited where the equity shares of the Company is listed. The results of the Postal Ballot/E-Voting will also be displayed on the Company's website at www.sylphedu.ltd and on the website of NSDL at www.evoting.nsdl.com.

The last date of the E- Voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

TEXT OF THE PROPOSED SPECIAL RESOLUTIONS ALONGWITH EXPLANATORY STATEMENT

Resolution No. 1 - To approve Change of Name and consequent alteration in the Memorandum and Articles of Association of the Company.

To consider and if thought fit, to give assent or dissent to the following resolution proposed to be passed as a **Special Resolution**:

"RESOLVED THAT pursuant to provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s), amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India, for the time being in force), and applicable laws, the consent of the Company be and is hereby accorded to change the name of the Company from **"SYLPH EDUCATION SOLUTIONS LIMITED to LUCENT INDUSTRIES LIMITED** and consequent alteration in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority in respect of any matter(s) arising from or incidental to the said amendment."

Resolution No. 2 - To Change in Main Object Clause of Memorandum of Association of the Company.

To consider and if thought fit, to give assent or dissent to the following resolution proposed to be passed as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s), amendments thereto or re-enactment thereof, the circulars, notifications, regulations, rules, guidelines, if any, issued by the Government of India, for the time being in force), and applicable laws, the consent of the Company be and is hereby accorded for change of the Main object clause of the Memorandum of Association of the Company by replacing existing Clause III. A. with the following clause:

1. To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere.
2. To carry on the business as exhibitors of various goods, services and merchandise and to undertake the necessary activities to promote sales of goods, services and merchandise manufactured/dealt with/provided by the Company.
3. To act as broker, trader, agent, C & F agent, shipper, commission agent, distributor, representative, franchiser, consultant, collaborator, stockiest, liaison, job worker, export house of goods, merchandise and services of all grades, specifications, descriptions, applications, modalities, fashions, including by-products, spares or accessories thereof, on retail as well as on wholesale basis.

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority in respect of any matter(s) arising from or incidental to the said amendment.”

**BY ORDER OF THE BOARD
For, SYLPH EDUCATION SOLUTIONS LIMITED**

**Registered Office:
Second Floor, 448-D,
Scheme No. 51, Sangam Nagar,
Indore, Madhya Pradesh, 452006**

**PARESHBHAI I SENGAL
WHOLETEIME DIRECTOR
DIN: 08444758**

**Place: INDORE
Date: 03RD JANUARY 2022.**

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

NOTES:-

1. The approval of shareholders of the Company is solicited by passing special resolution through Postal Ballot/ E-Voting for businesses set out of this Notice. Notice of this Postal Ballot is being sent to all shareholders, whose names appear in the Register of Members / list of Beneficial Owners as received from the Depositories as on **Friday, December 31, 2021** ("Cut-off Date"). Members holding equity shares as on the Cut-off Date can cast their vote using remote e-voting facility only. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.
2. Explanatory Statement setting out all material facts as required under Section 102 of the Act in respect of the aforesaid special business is appended.
3. Resolution, if approved, by the shareholders by means of Postal Ballot /E-Voting are deemed to have been passed at a General Meeting of the shareholders and the last date of the E-Voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.
4. In terms of the General Circulars, the Postal Ballot Notice is sent electronically to all the shareholders who have registered their email ids with the Company or Depository Participant(s) as on the Cut-off Date and is also available on the website of the Company at www.sylphedu.ltd
5. The Members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off Date are requested to register their e-mail Ids by sending an e-mail citing subject line as "Sylph Education Solutions - Postal Ballot - Registration of e-mail addresses" to Registrar and Transfer Agent of the Company, i.e., Satellite Corporate Services Pvt Ltd at service@satellitecorporate.com or to the Company at sylphedu@gmail.com with name of registered shareholder(s), folio number(s)/DP Id/Client Id and No. of equity shares held from the email address they wish to register to enable them to exercise their vote on special business as set out in the Postal Ballot Notice through remote e-voting facility provided by NSDL.
6. A Member cannot exercise his / her / its vote by proxy on Postal Ballot / E-Voting.
7. **Voting through Electronic Means:**

The Company is providing remote e-voting facility to its members to cast their vote by electronic means through E-Voting Platform of NSDL at the link <https://www.evoting.nsdl.com/>. The voting period begins at 09:00 AM on Thursday, January 20, 2022 and ends at 05:00 PM on Friday, February 18, 2022. The e-voting module shall be disabled by NSDL for voting thereafter. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off Date i.e. Friday, December 31, 2021 may cast their vote electronically.

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

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.	1. 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

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

	<p>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.</p> <p>2. 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</p> <p>3. 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.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div align="center" data-bbox="710 1030 1197 1321"> <p>NSDL Mobile App is available on</p>    </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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.</p> <p>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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>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>
<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</p>

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

	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.
--	---

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.

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 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.

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

- 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.
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.

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 sylphedu@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 sylphedu@gmail.com. If you are an Individual shareholders 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.**

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

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.

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 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 dakshanegi@gmail.com with a copy marked to evoting@nsdl.co.in.
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 /1800 224 430 or send a request at evoting@nsdl.co.in.

SYLPH EDUCATION SOLUTIONS LIMITED

CIN: L80302MP2010PLC023011

Reg. Office: Second Floor, 448-D, Scheme No. 51, Sangam Nagar, Indore, Madhya Pradesh, 452006. Tel No: + 0731-2571451

Email: sylphedu@gmail.com, Website: www.sylphedu.ltd

EXPLANATORY STATEMENT

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

Resolution No. 1 and 2

Background: The **SYLPH EDUCATION SOLUTIONS LIMITED** is listed on BSE Limited.

The Company is in the process of commencing new business activities and consequently the company has also altered its main objects. The Board of Directors of the Company is in the view that the name of the Company should be in consonance to the new main objects of the Company. Therefore, the Board of Directors of the Company seeks your approval for proposed change of name and change in object clause of the company. Pursuant to the Company's application filed with Ministry of Corporate Affairs, Central Registration Centre ("MCA"), MCA vide their letter dated January 4 2022 have made available the name '**LUCENT INDUSTRIES LIMITED**. for a period of 60 days from the date of approval i.e., 4th January 2022.

The Board at its meeting held on 03rd January 2022 has approved the Change of Name and consequent alteration in the Memorandum and Articles of Association of the Company, subject to the approval of the shareholders of the Company by way of postal ballot.

The Board recommends adoption of the resolution set out in Resolution No. 1 and 2 of the accompanying Notice as a special resolution. None of the Directors or any Key Managerial Personnel or any relative of any of the Directors of the Company or the relatives of any Key Managerial Personnel is, in anyway, concerned or interested in the above resolution.

**BY ORDER OF THE BOARD
For, SYLPH EDUCATION SOLUTIONS LIMITED**

**Registered Office:
Second Floor, 448-D,
Scheme No. 51, Sangam Nagar,
Indore, Madhya Pradesh, 452006**

**PARESHBHAI I SENGAL
WHOLETIME DIRECTOR
DIN: 08444758**

**Place: INDORE
Date: 03RD JANUARY 2022.**



NAIMISH K. SHAH & CO.
Chartered Accountant

Address : 206, Kalas Complex,
Opp Jain Deresar, Navrangpura,
Ahmedabad : 380 009

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

Sub: Auditor's Certificate for change of name of Sylph Education Solutions Limited

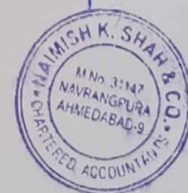
Dear Sir,

With reference to the application for BSE Approval on change of Name of the Company from **SYLPH EDUCATION SOLUTIONS LIMITED to LUCENT INDUSTRIES LIMIED** and with reference to Regulation 45 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, I, Naimesh K Shah, Chartered Accountant, (Ahmedabad) hereby confirm and certify that the Company is complied with following conditions as mentioned in sub-regulation (1) of Regulation 45 of SEBI LODR. Regulation, 2015:

- (a) A time period of at least one year has elapsed from the last name change of the Company. – **The company was originally incorporated on 29.01.2010. There is no name change so this clause is not applicable to us.**
- (b) at least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name i.e. **LUCENT INDUSTRIES LIMITED – More than 50% of total revenue in the period from 04.01.2021 to 03.01.2022 is from Trading Activities.**

Detailed bifurcation of income earned by the Company under various activities is as under:

Particulars	Amount (Rs. In Lakhs)
Total Revenue from 04.01.2021 to 03.01.2022	35.77
Income from Prior Business Activity	NIL
Income from New Business Activity – Dealings in New Business Activity	35.77





NAIMISH K. SHAH & CO.
Chartered Accountant

Address : 206, Kalas Complex,
Opp. Jain Deresar, Navrangpura,
Ahmedabad - 380 009

(c) the amount invested in the new activity / project is at least fifty percent of the assets of the listed entity – **Not Applicable**

Yours faithfully,

For, Naimish Shah & Co.
Chartered Accountants
FRN: 106828W



Naimish Shah
CA Naimish Shah
Proprietor
Membership No. 031147

Place: Ahmedabad

Date: 03.01.2022

UDIN: 22031147 AAAAA J9255