



Date: 06<sup>th</sup> January, 2023

To,  
**General Manager (Listing),**  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai - 400001,  
Maharashtra, India

**Subject : Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot**

**Company Script Code : 540063**

**Dear Sir / Madam,**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Postal Ballot Notice dated January 06, 2023, seeking approval of the members of the Company, by way of remote e-voting process for:

- i) Appointment of Mrs. Dr. Hemal Patel (DIN: 03588728) as an Independent Women Director of the company for a period of Five years w.e.f. 08<sup>th</sup> November, 2022
- ii) Appointment of Mr. Jaydipsinh Raval (DIN: 09777917) as an Independent Director of the company for a period of Five years w.e.f. 08<sup>th</sup> November, 2022.

In this regard, we are submitting herewith the Postal Ballot Notice for seeking approval of Shareholders for the aforementioned Resolutions by way of Postal Ballot through E-voting Process only. The Company has sent the same today through electronic mode to the Members who have registered their E-Mail IDS with the Company's R&TA/Depository Participant.

Dates of events relevant to Postal Ballot are as below:

<b>Sr. No</b>	<b>Particulars</b>	<b>Dates</b>
1	Date of Completion of dispatch of Notice (by electronic means) to members whose names	Friday, January 6, 2023

**ECS Biztech Limited.**

**Regd. Office:** The First, B02, ECS Corporate House, Behind Keshavbaug Party Plot, Off. 132 ft Ring Road, Vastrapur, Ahmedabad- 380015. Gujarat. India.

Phone: 8980005006 / 8980004000 | Web: [www.ecscorporation.com](http://www.ecscorporation.com)

CIN: L30007GJ2010PLC063070



	appear in the Register of Members/List of Beneficial Owners as received from Depositories as on 30 <sup>th</sup> December , 2022	
2	Time and Date of Commencement of e-Voting	10:00 A.M. (IST) on January 07, 2023 (Saturday)
3	Time and Date of Ending of e-Voting (“Last Date”)	05:00 P.M. (IST) on February 05, 2023 (Sunday)
4	Results of Postal Ballot	On or before February 7, 2023

The Postal Ballot Notice is also available on the Company's website at [www.ecsbiztech.com](http://www.ecsbiztech.com)

Request you to please take the same on your records.

Thanking you

Yours faithfully  
For, **ECS Biztech Limited**

VIJAY  
MANSINHBHAI  
MANDORA

Digitally signed by VIJAY  
MANSINHBHAI MANDORA  
Date: 2023.01.06 11:24:36  
+05'30'

**VIJAY MANSINHBHAI MANDORA**  
Managing Director  
DIN: 00328792

### **ECS Biztech Limited.**

**Regd. Office:** The First, B02, ECS Corporate House, Behind Keshavbaug Party Plot, Off. 132 ft Ring Road, Vastrapur, Ahmedabad- 380015. Gujarat. India.

Phone: 8980005006 / 8980004000 | Web: [www.ecscorporation.com](http://www.ecscorporation.com)

CIN: L30007GJ2010PLC063070



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Off. 132 ft Ring Road, Vastrapur, Ahmedabad- 380015. Gujarat. India.

**Phone:** 8980005006 / 8980004000 | **Web:** [www.ecsbiztech.com](http://www.ecsbiztech.com)

**Postal Ballot Notice**

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

**Dear Member(s),**

**Notice** is hereby given that, pursuant to and in compliance with the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), read with the General Circular No. 14/2020 dated 8th April, 2020, the General Circular No. 17/2020 dated 13th April, 2020, the General Circular No. 22/2020 dated 15th June, 2020, the General Circular No. 33/2020 dated 28th September, 2020, the General Circular No. 39/2020 dated 31st December, 2020, the General Circular No. 10/2021 dated 23rd June, 2021, the General Circular No. 20/2021 dated 8th December, 2021, the General Circular No. 3/2022 dated 5th May, 2022 and the Circular No. 11/22 dated 28<sup>th</sup> December, 2022 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”) [including any statutory modification or re-enactment thereof for the time being in force], Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and also Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 15th January, 2021 and SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13th May, 2022 [including any statutory modification or re-enactment thereof for the time being in force] issued by the Securities and Exchange Board of India (collectively referred to as ‘SEBI Circulars’), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws and regulations, the Resolutions appended below for the appointment of Mrs. Dr. Hemal Patel (DIN: 03588728) as an Independent Women Director and Mr. Jaydipsinh Raval (DIN: 09777917) as an Independent Director, on the Board of Directors of ECS BIZTECH LIMITED (“the Company”) is proposed for approval of the Shareholders of the Company through Postal Ballot by E-voting process (“E-voting”).

In compliance with the requirements of the above 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 Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act pertaining to the aforesaid Resolutions setting out the material facts concerning the aforesaid appointment of Directors is annexed hereto for your consideration.

The Board of Directors of the Company has appointed Mr. Gautam K. Virsadiya (Membership No. Acs 31820, COP-19866), Practising Company Secretary of M/s GKV & Associates as a Scrutinizer, as the Scrutinizer for conducting Postal Ballot through Evoting process in a fair and transparent manner.

The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide E – voting facility.

Accordingly, the Company is pleased to offer E-voting facility to all its Shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the Notes under the section “INSTRUCTIONS FOR E-VOTING” in this Postal Ballot Notice (“Postal Ballot Notice”) to cast their vote electronically.

The E-voting will be available during the following period after which the portal shall forthwith be blocked and shall not be available:

<b>Commencement of E-voting</b>	10:00 A.M. (IST) on 07 <sup>th</sup> January, 2023 (Saturday)
<b>End of E-voting</b>	05:00 P.M. (IST) on 5 <sup>th</sup> February, 2023 (Sunday)

In accordance with the provisions of the MCA Circulars, the Company has made arrangements for the Shareholders to register their E-mail addresses. Therefore, those Shareholders who have not yet registered their E-mail addresses are requested to register the same by following the procedure set out in the Notes to this Postal Ballot Notice.

The Scrutinizer will submit the Report to the Chairman of the Company or any other person authorised by him after completion of scrutiny of the E-voting. The result of the postal ballot shall be declared within 48 hours of the end of the e-voting and upon receipt of report of scrutinizer and communicated to the stock exchange and shall also be displayed on company’s website [www.ecsbiztech.com](http://www.ecsbiztech.com) and on website of NSDL [www.evoting.nsd.com](http://www.evoting.nsd.com)

## **RESOLUTIONS TO BE PASSED THROUGH POSTAL BALLOT**

### **Item No. 1**



**To approve appointment of Mrs. Dr. Hemal Patel (DIN: 03588728) as an Independent Women Director of the company for a period of five years w.e.f. 08<sup>th</sup> November, 2022.**

**To consider and if thought fit, to pass the following Resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Dr. Hemal Patel (DIN: 03588728) who was appointed as an Additional and Independent Woman Director of the Company under Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Woman Director of the Company to hold office for the first term of 5 years w.e.f. 8<sup>th</sup> November, 2022, subject to review of annual performance and whose term of office shall not be liable to retirement by rotation.”

**Item No. 2**

**To approve appointment of Mr. Jaydipsinh Raval (DIN: 09777917) as an Independent Director of the Company for a period of five years w.e.f. 08<sup>th</sup> November, 2022.**

**To consider and if thought fit, to pass the following Resolution as a Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Jaydipsinh Raval (DIN: 09777917) who was appointed as an Additional and Independent Director of the Company under Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for the first term of 5 years w.e.f. 08<sup>th</sup> November, 2022, subject to review of annual performance and whose term of office shall not be liable to retirement by rotation.”

**By order of the Board of Directors  
ECS BIZTECH LIMITED**

**VIJAY MANSINHBHAI MANDORA  
Managing Director  
DIN: 00328792**

**Registered Office:  
B-02, The First, ECS Corporate House behind  
keshvbaug Party Plot, off 132 Ft. Road, Vas**



Ahmedabad Gujarat-380015, India

**Date: 06/01/2023**

**Place: Ahmedabad**

**Notes:**

1. A Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is attached. Further, additional information as required under the Listing Regulations is attached.
2. In accordance with the MCA Circulars, SEBI Circulars, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Postal Ballot Notice along with Explanatory Statement and E-voting instructions is being sent only through electronic mode to all those Shareholders whose E-mail addresses are registered with the Company's Registrar and Share Transfer Agent Purva Sharegistry (India) Private Limited (RTA)/ Depository(s) as on 30<sup>th</sup> December, 2022 ("Cut off Date"). The copy of the Postal Ballot Notice will also be available on Company's website at [www.ecsbiztech.com](http://www.ecsbiztech.com) website of the Stock Exchanges where Shares of the Company are listed viz. [www.bseindia.com](http://www.bseindia.com) and on the website of National Securities Depository Limited agency providing E-voting facility [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
3. In compliance with the terms of MCA Circulars and SEBI Circulars, physical copy of this 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 accordingly, the Shareholders are required to communicate their assent or dissent through E-voting system only.
4. Voting rights will be reckoned on the paid-up value of shares registered in the names of the Members on 30<sup>th</sup> December, 2022 (Cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes.
5. All the documents referred to in the Notice and Explanatory Statement will be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to 05<sup>th</sup> February, 2023. Members seeking to inspect such documents can send an E-mail to [secretarial@ecscorporation.com](mailto:secretarial@ecscorporation.com)
6. Shareholders of the Company under the category of Institutional/Corporate Shareholders are encouraged to participate for the E - voting. Corporate Shareholders intending to authorize their representatives to vote are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by E-mail at [gkvandassociates@gmail.com](mailto:gkvandassociates@gmail.com) and the



same should also be uploaded on the E-voting portal of National Securities Depository Limited (“NSDL”).

7. Shareholders who have not yet registered their E-mail addresses are requested to register the same with their Depository Participant (“DP”) in case the shares are held by them in demat mode and with the Company’s R&TA in case the shares are held by them in physical mode.
8. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. Sunday, February 05, 2023.
9. Mr. Gautam K. Virsadiya (Membership No. Acs 31820, COP-19866), Practising Company Secretary of M/s GKV & Associates as a Scrutinizer, as the Scrutinizer for conducting Postal Ballot through Evoting process in a fair and transparent manner.

## **INSTRUCTIONS FOR E-VOTING:**

**Information and instructions relating to E-voting are given as under:**

1. In compliance with the provisions of Section 108 of the Act read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, SEBI Circulars and MCA Circulars, the Shareholders are provided with the facility to cast their vote electronically through E-voting services provided by NSDL on the Resolution set forth in this Postal Ballot Notice.
2. The E-voting period commences on 10:00 A.M. (IST) on 07<sup>th</sup> January, 2023 (Friday) and ends on 05:00 P.M. (IST) on 05<sup>th</sup> February, 2023 (Sunday). During this period, Shareholders holding Shares either in physical form or in dematerialized form, as on the Cut-off date, may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a Resolution is cast by the Shareholders, he / she shall not be allowed to change it subsequently or cast vote again.

### **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:*

#### **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"><li data-bbox="669 632 1472 1167">1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li data-bbox="669 1178 1472 1339">2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li data-bbox="669 1350 1472 1885">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to</li></ol>



	<p>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 “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <p>  <b>App Store</b>               <b>Google Play</b> </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page</li> </ol>



	<p>by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</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 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.</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.**

<b>Login type</b>	<b>Helpdesk details</b>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33</p>

**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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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.
  - 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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.

### **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 **gkvandassociates@gmail.com** with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to **Sachin Kareliya** at [evoting@nsdl.co.in](mailto: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 [secretarial@ecscorporation.com](mailto:secretarial@ecscorporation.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 [secretarial@ecscorporation.com](mailto:secretarial@ecscorporation.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.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto: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.

**By order of the Board of Directors  
ECS BIZTECH LIMITED**

**VIJAY MANSINHBHAI MANDORA  
Managing Director  
DIN: 00328792**

**Registered Office:  
B-02, The First, ECS Corporate House behind  
keshvbaug Party Plot, off 132 Ft. Road, Vas  
Ahmedabad Gujarat-380015, India**

**Date: 06/01/2023  
Place: Ahmedabad**



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

### **Item No:1**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Mrs. Dr. Hemal Patel (DIN: 03588728) as Additional and Independent Woman Director of the Company under Section 161 of the Companies Act, 2013 (“the Act”) read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Articles of Association of the Company with effect from 08<sup>th</sup> November, 2022. The Company has received opinion under section 149 (6) (a) of the Companies Act, 2013 that she is a person of integrity and possesses relevant expertise and experience.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further, in terms of Listing Regulations, effective from 1<sup>st</sup> January, 2022, a listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mrs. Dr. Hemal Patel (DIN: 03588728) would require approval of Members of the Company on or before 07<sup>th</sup> February, 2023.

As per the provisions of Section 149 of the Companies Act, 2013 read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, an Independent Director shall hold office for a term upto five consecutive years on the Board of a company and is not liable to retire by rotation.

The Company has received a Notice under Section 160 of the Companies Act, 2013 from a Member in writing proposing the candidature of Mrs. Dr. Hemal Patel (DIN: 03588728) for appointment as an Independent Woman Director of the Company. Mrs. Dr. Hemal Patel (DIN: 03588728) has given a declaration to the Board that she meets the criteria of Independence as provided under Section 149 (6) of the Act and Regulation 16(1) (b) of the Listing Regulations.

In the opinion of the Board, Mrs. Dr. Hemal Patel (DIN: 03588728) fulfils the conditions specified in the Companies Act, 2013, Rules made there under and Listing Regulations for appointment as an Independent Woman Director and she is independent of management. The Board recommends her appointment as an Independent Woman Director for five (5) consecutive years effective from 08<sup>th</sup> November, 2022.

In compliance with the provisions of Section 149 read with Schedule IV of Act, the appointment of Mrs. Dr. Hemal Patel (DIN: 03588728) as an Independent Woman Director is now being placed before the Members for their approval.





In terms of Regulation 17(1C) of the Listing Regulations and other applicable provisions, the appointment of Mrs. Dr. Hemal Patel (DIN: 03588728) as Independent Woman Director is being placed for the approval of the shareholders within the stipulated time frame.

## **Item No.2**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has appointed Mr. Jaydipsinh Raval (DIN: 09777917) as an Additional and Independent Director of the Company under Section 161 of the Companies Act, 2013 (“the Act”) read with applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Articles of Association of the Company with effect from 08th November, 2022. The Company has received opinion under section 149 (6) (a) of the Companies Act, 2013 that he is a person of integrity and possesses relevant expertise and experience.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of Independent Directors requires approval of the members of the Company. Further, in terms of amendment in the Listing Regulations effective from 1<sup>st</sup> January, 2022, a listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the appointment of Mr. Jaydipsinh Raval (DIN: 09777917) would require approval of Members of the Company on or before 07<sup>th</sup> February, 2023.

As per the provisions of Section 149 of the Companies Act, 2013 read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, an Independent Director shall hold office for a term upto five consecutive years on the Board of a company and is not liable to retire by rotation.

The Company has received a Notice under Section 160 of the Companies Act, 2013 from a Member in writing proposing the candidature of Mr. Jaydipsinh Raval (DIN: 09777917) for appointment as an Independent Director of the Company. Mr. Jaydipsinh Raval (DIN: 09777917) has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149 (6) of the Act and Regulation 16(1) (b) of the Listing Regulations.

In the opinion of the Board, Mr. Jaydipsinh Raval (DIN: 09777917) fulfils the conditions specified in the Companies Act, 2013, Rules made there under and Listing Regulations for appointment as an Independent Director and he is independent of management. The Board recommends his appointment as an Independent Director for five (5) consecutive years effective from 08<sup>th</sup> November, 2022.



In compliance with the provisions of Section 149 read with Schedule IV of the Act, appointment of Mr. Jaydipsinh Raval (DIN: 09777917) as an Independent Director is now being placed before the Members for their approval.

In terms of Regulation 17(1)(C) of the Listing Regulations and other applicable provisions, the appointment of Mr. Jaydipsinh Raval (DIN: 09777917) as Independent Director is being placed for the approval of the shareholders within the stipulated time frame.

**By order of the Board of Directors  
ECS BIZTECH LIMITED**

**VIJAY MANSINHBHAI MANDORA  
Managing Director  
DIN: 00328792**

**Registered Office:  
B-02, The First, ECS Corporate House behind  
keshvbaug Party Plot, off 132 Ft. Road, Vas  
Ahmedabad Gujarat-380015, India**

**Date: 06/01/2023  
Place: Ahmedabad**



A brief profile of Independent Directors, the nature of their expertise in specific functional areas, disclosure of relationships between directors are provided herein.

Disclosure as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015 are as under:

<b>Sr No.</b>	<b>Particulars</b>	<b>Details of Information</b>	<b>Details of Information</b>
1)	Name of the Director	Mrs. Dr. Hemal Patel	Mr. Jaydipsinh Raval
2)	Reason for change viz, appointment, resignation, removal, death or otherwise.	Appointment	Appointment
3)	date of appointment/cessation (as applicable) & term of appointment;	08 <sup>th</sup> November, 2022 as an Independent Director  Term of Appointment: 5 years subject to approval of members	08 <sup>th</sup> November, 2022 as an Independent Director  Term of Appointment: 5 years subject to approval of members
4)	brief profile (in case of appointment);	Mrs. Dr. Hemal Patel holds the degree of BDS/MDS from Nair Dental College and Hospital, Mumbai. She is having more than 15 years of experience of entrepreneurial leadership. She also has the expertise in the field of Strategic Planning, Business Systems, Organizational Infrastructure etc.	Mr. Jaydipsinh Raval is under graduate. He is having more than 7 years of working experience in the field of sales and marketing of IT products and Data Centre services etc.
5)	disclosure of relationships between directors (in case of appointment of a director);	Mrs. Dr. Hemal Patel is not related to any Director of the Company.	Mr. Jaydipsinh Raval is not related to any Director of the Company.



**By order of the Board of Directors  
ECS BIZTECH LIMITED**

**VIJAY MANSINHBHAI MANDORA  
Managing Director  
DIN: 00328792**

**Date: 06/01/2023  
Place: Ahmedabad**

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