



# WILLIAMSON FINANCIAL SERVICES LIMITED

Corporate Identity Number (CIN) : L67120AS1971PLC001358  
FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001  
TELEPHONE : 033-2243-5391/93, 2210-1221, 2248-9434/35, FAX : 91-33-2248-3683/8114/6824  
E-mail : administrator@mcleodrussel.com, Website : www.williamsonfinancial.in

10<sup>th</sup> May, 2024

To  
The Secretary  
BSE Limited  
P.J. Towers,  
25<sup>th</sup> Floor, Dalal Street,  
MUMBAI-400001

Scrip Code: 519214

Dear Madam/Sir,

## **Sub: Postal Ballot Notice and Intimation of Dispatch of Notice**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the LODR Regulations”) we enclose herewith a copy of the Postal Ballot Notice (“Notice”) along with Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 seeking approval of the Members of the Company for transacting the following Special Business:

### **1. Appointment of Ms. Natalie Ann Mookerji (DIN: 10547347), as a Director (Non-Executive & Non-Independent) of the Company**

by way of Postal Ballot through remote e-voting. The Postal Ballot Notice is also available on the website of the Company [www.williamsonfinancial.in](http://www.williamsonfinancial.in)

Further, this is to inform you that, the Company has completed dispatch of said postal ballot notice vide e-mail on 10<sup>th</sup> May, 2024.

In accordance with the provisions of Section 108 and 110 and other applicable provisions of the Companies Act, 2013 (“**the Act**”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**the Management Rules**”) [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the LODR Regulations**”), the Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (‘MCA’), Government of India for holding general meetings / conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020, 10/2021 dated 23 June 2021, 20/2021 dated 08 December 2021, 3/2022 dated 5 May, 2022, 11/2022 dated 28 December, 2022 and 09/2023 dated



## WILLIAMSON FINANCIAL SERVICES LIMITED

Corporate Identity Number (CIN) : L67120AS1971PLC001358  
FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001  
TELEPHONE : 033-2243-5391/93, 2210-1221, 2248-9434/35, FAX : 91-33-2248-3683/8114/6824  
E-mail : administrator@mcleodrussel.com, Website : www.williamsonfinancial.in

September 25, 2023 issued by the Ministry of Corporate Affairs (the “**MCA Circulars**”) and Securities and Exchange Board of India (“SEBI”) Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (the “**SEBI Circulars**”), the Notice of the Postal Ballot is being sent to those Members whose names are registered with the Depository Participants (National Securities Depository Limited/ Central Depository Services (India) Limited), Maheshwari Datamatics Pvt. Ltd. - the Registrar and Share Transfer Agent of the Company as on **Monday, 6<sup>th</sup> May, 2024** (‘Cut-Off Date’).

The hard copy of Notice of Postal Ballot along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. Accordingly, the communication of the Assent or Dissent of the Members would take place through remote e-voting system only.

The Company has engaged the services of National Securities Depository Limited (‘NSDL’) for the purpose of providing remote e-voting facility to its Members. The E-voting period commences at **9:00 A.M. (IST) on Sunday, 12<sup>th</sup> May, 2024 and ends at 5:00 P.M. (IST) on Monday, 10<sup>th</sup> June, 2024**. The remote e-voting facility will be disabled by NSDL immediately thereafter. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the **Cut-Off Date i.e. Monday, 6<sup>th</sup> May, 2024**. The instructions for e-voting are provided in the Postal Ballot Notice (“Notice”).

The results of the voting conducted through Postal Ballot (through the remote e-Voting process) along with the Scrutinizer’s Report will be announced on or before **Wednesday, 12<sup>th</sup> June, 2024**. The results along with the scrutinizers report will be available on the website of the Company at [www.williamsonfinancial.in](http://www.williamsonfinancial.in), the website of National Securities Depository Limited (NSDL) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and also shall be communicated to the stock exchange where the Equity Shares of the company is listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).

This is for your information as well as for the information of the Members of the Company.

Thanking You,

Yours faithfully,

**For WILLIAMSON FINANCIAL SERVICES LIMITED**

**EKTA BENIA**  
**COMPANY SECRETARY**

Encl: As above

**WILLIAMSON FINANCIAL SERVICES LIMITED**

CIN: L67120AS1971PLC001358

Registered Office: Export Promotion Industrial Park,  
Plot No. 1, Amingaon, North Guwahati – 781031, Assam  
Phone: 033-2243-5391/5393, 2210-1221, 2248-9434/9435,  
Fax: 91-33-2248-3683, 2248-8114, 2248-6824

E-mail: administrator@mcleodrussel.com, Website: www.williamsonfinancial.in

**NOTICE OF POSTAL BALLOT**  
**(ONLY THROUGH E-VOTING)**

**[Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the Circulars issued by the Ministry of Corporate Affairs, Government of India]**

Dear Member(s),

**NOTICE** is hereby given that pursuant to the provisions of Section 108 and 110 and other applicable provisions of the Companies Act, 2013 (**“the Act”**) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**“the Management Rules”**) [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“the LODR Regulations”**), the Secretarial Standard on General Meetings (**“SS-2”**) issued by the Institute of Company Secretaries of India and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (‘MCA’), Government of India for holding general meetings / conducting postal ballot process through e-voting vide General Circulars No. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020, 10/2021 dated 23 June 2021, 20/2021 dated 08 December 2021, 3/2022 dated 5 May, 2022, 11/2022 dated 28 December, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (the **“MCA Circulars”**) and Securities and Exchange Board of India (‘SEBI’) Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (the **“SEBI Circulars”**) and any other applicable law, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolution as set out hereunder is proposed for approval by the Members of the Company by means of Postal Ballot by voting through electronic means only (**‘remote e-voting’**).

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the said Resolution setting out the material facts and the reasons/rationale thereof is annexed to this Postal Ballot Notice (“**Notice**”) for your consideration and forms part of this Notice.

In compliance with Regulation 44 of the LODR Regulations, as amended and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA and SEBI Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot form. Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those members whose email address is registered with the Company / Depository Participant (“DP”).

The Board has appointed Mr. Atul Kumar Labh, proprietor of M/s. A. K. Labh & Co. (Membership No.: FCS 4848) (CP No.: 3238) Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot / remote e-voting process in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 of the Management Rules, Regulation 44 of the LODR Regulations and SS-2, the Company has provided e-voting facility to its members to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the National Securities Depository Limited (“NSDL”) for facilitating e-voting. The remote e-voting period commences from 09:00 a.m. (IST) on Sunday, 12<sup>th</sup> May, 2024 and ends at 05:00 p.m. (IST) on Monday, 10<sup>th</sup> June, 2024. The e-voting facility will be disabled by NSDL immediately after 5.00 p.m. (IST) on Monday, 10<sup>th</sup> June, 2024 and will be disallowed thereafter.

Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their Assent (FOR) or Dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice. The Notice is also available on the website of the Company at [www.williamsonfinancial.in](http://www.williamsonfinancial.in).

The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced not later than 2 working days of the conclusion of the e-voting. The said results along with the Scrutinizer’s Report will be uploaded on the Company’s website at [www.williamsonfinancial.in](http://www.williamsonfinancial.in) and on the website of National Securities Depository Limited (NSDL) at [www.evoting.nsd.com](http://www.evoting.nsd.com). The results shall also be immediately forwarded to the stock exchanges where the shares of the Company are listed.

**SPECIAL BUSINESS:**

**Item No. 1: Appointment of Ms. Natalie Ann Mookerji (DIN: 10547347), as a Director (Non-Executive & Non-Independent) of the Company**

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force], the Articles of Association of the Company and based on recommendation made by the Nomination and Remuneration Committee of the Board of Directors of the Company, Ms. Natalie Ann Mookerji (DIN: 10547347) who was appointed as an Additional Director (Non-Executive & Non-Independent) by the Board of Directors with effect from 14<sup>th</sup> March, 2024 and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, be and is hereby appointed as a Director (Non-Executive & Non-Independent) of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

**By order of the Board of Directors  
For Williamson Financial Services Limited**

**Place: Kolkata  
Dated: 02.05.2024**

**Sd/-  
Ekta Benia  
Company Secretary  
M. No. : A43551**

Registered Office:  
Export Promotion Industrial Park,  
Plot No. 1, Amingaon, North Guwahati – 781031, Assam

Corporate Office:  
Four Mangoe Lane, Surendra Mohan Ghosh Sarani,  
Kolkata: 700001, WB

## Notes:

- (1) The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolution proposed to be passed is annexed hereto and forms part of this Postal Ballot Notice ('Notice').
- (2) In compliance with the MCA Circulars and the SEBI Circulars, the Company is sending this Notice only in electronic form to those Members, whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories/Maheshwari Datamatics Private Limited, the Company's Registrar and Transfer Agent ('RTA') as on **Monday, 6<sup>th</sup> May, 2024 ('Cut-Off Date')** and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants (in case of electronic shareholding) or who will register their e-mail address in accordance with the process outlined in this Notice. In compliance with Regulation 44 of the LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting the postal ballot form. Accordingly, the physical copy of the Notice along with the postal ballot form and the pre-paid business reply envelope are not being sent to the members. The communication of the assent or dissent of the members would only take place through the e-voting system.
- (3) Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. Once the vote on the resolution is cast by the member, he / she shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e. Monday, 6<sup>th</sup> May, 2024.  
  
Further it is clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.
- (4) The Company is providing the facility of remote e-voting to its members and has engaged the services of National Securities Depository Limited (the 'NSDL') for this purpose. The members are requested to go through the detailed "INSTRUCTIONS FOR E-VOTING" and Notes appended to the Postal Ballot Notice.
- (5) Members may please note that the Postal Ballot Notice has been uploaded on the Company's website at: [www.williamsonfinancial.in](http://www.williamsonfinancial.in). Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at: [www.bseindia.com](http://www.bseindia.com) and also disseminated on the website of the NSDL at: [www.evoting.nsdl.com](http://www.evoting.nsdl.com).



- (6) Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agents, Maheshwari Datamatics Private Ltd., 23, R N Mukherjee Road, 5th Floor, Kolkata - 700 001; Tel. No.: 033 22435029 / 22482248; Fax No.: 033 22484787; e-mail: [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com).
- (7) The E-voting period shall commence **on Sunday, 12<sup>th</sup> May, 2024 at 9:00 A.M. (IST) and shall end on Monday, 10<sup>th</sup> June, 2024 at 5:00 P.M. (IST)**. Shareholders are requested to cast their vote through the e-voting process during the e-voting period but not later than 5:00 P.M. (IST) on **Monday, 10<sup>th</sup> June, 2024** to be eligible for being considered, failing which it will be strictly considered that no vote has been cast by the shareholder.
- (8) Members desirous of inspecting the relevant documents referred to in the Notice and the Explanatory Statement may send their requests to [ekta.benia@mcleodrussel.com](mailto:ekta.benia@mcleodrussel.com) from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID, between the periods commencing from Sunday, 12<sup>th</sup> May, 2024 to Monday, 10<sup>th</sup> June, 2024.
- (9) The Scrutinizer will submit his report to the Chairman or any other person authorised by him after the completion of scrutiny of the e-voting, and the result of e-voting by postal ballot will be announced not later than 2 working days from the conclusion of e-voting i.e. on or before 5:00 P.M. (IST) on Monday, 10<sup>th</sup> June, 2024 and will be displayed on the Company website at [www.williamsonfinancial.in](http://www.williamsonfinancial.in), on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and communicated to the stock exchange i.e. BSE Limited at: [www.bseindia.com](http://www.bseindia.com) where the equity shares of the Company are listed.
- (10) The Resolution if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-voting i.e. Monday, 10<sup>th</sup> June, 2024. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a general meeting of the members.

**PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:**

**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
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>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>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>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 “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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>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.</li> </ol>



NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

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 [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
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.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://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 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants	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.
--	---

**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**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.
- 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.com](mailto:evoting@nsdl.com) 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 [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com) 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 : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**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 [administrator@mcleodrussel.com](mailto:administrator@mcleodrussel.com) or [mdpldc@yahoo.com](mailto:mdpldc@yahoo.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 [administrator@mcleodrussel.com](mailto:administrator@mcleodrussel.com) or [mdpldc@yahoo.com](mailto:mdpldc@yahoo.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.com](mailto:evoting@nsdl.com) 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.

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

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

### **Item No.1:**

Pursuant to the provisions of Section 161 of the Act, the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had approved the appointment of Ms. Natalie Ann Mookerji (DIN: 10547347) as an Additional Director of the Company w.e.f. 14<sup>th</sup> March, 2024 and is eligible to be appointed as a Director of the Company, liable to retire by rotation, subject to the approval of the members of the Company as per the provisions of the Act and the LODR Regulations.

In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from January 1, 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, approval of the members of the Company is being sought for the appointment of Ms. Mookerji, by way of Postal Ballot.

The Board is of the view that Ms. Mookerji possesses the requisite knowledge, experience and skill for the position of Director in terms of Section 164 of the Act and has given her consent to act as Director of the Company. She is neither disqualified from being appointed as Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any such other authority. Further she shall be entitled for remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, in accordance with the provisions of the Act.

The Company has also received a Notice under Section 160 of the Act from a member proposing the candidature of Ms. Mookerji for the office of Director of the Company. Additional information in respect of Ms. Mookerji, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2), is given at *Annexure - A* to this Notice.

Ms. Mookerji holds Bachelor's degree in English from Loreto College and has more than 20 years of experience in the field of administrative duties. Throughout her professional trajectory, she has made substantial contributions to esteemed organizations, maintaining affiliations with them both in the past and presently.

In the opinion of the Board, she fulfils the conditions specified in the Act. Further, she possesses appropriate skills, experience, expertise and knowledge which would benefit the Company. Hence, the Board is of the opinion that it would be in the interest of the Company to have Ms. Mookerji's association as a Board member.

None of the Directors, Key Managerial Personnel and relatives of such persons except Ms. Natalie Ann Mookerji, to whom the resolution relates, is, in any way, concerned or interested, financial or otherwise, in the resolution.

The Board recommends the Ordinary Resolution as set out in Item No. 1 for approval of the Members.

**By order of the Board of Directors  
For Williamson Financial Services Limited**

**Place: Kolkata  
Dated: 02.05.2024**

**Sd/-  
Ekta Benia  
Company Secretary  
M. No. : A43551**

Registered Office:  
Export Promotion Industrial Park,  
Plot No. 1, Amingaon, North Guwahati – 781031, Assam

Corporate Office:  
Four Mangoe Lane, Surendra Mohan Ghosh Sarani,  
Kolkata: 700001, WB



Annexure-A

Particulars of the Director seeking appointment pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2:

Name of the Director	Ms. Natalie Ann Mookerji
DIN	10547347
Date of Birth/ Age	18 <sup>th</sup> September, 1980 (43 years)
Qualification	As mentioned in item no. 1 of the explanatory statement of this Notice
Experience and Expertise	
Terms & Conditions of appointment/ reappointment	Proposed to be appointed as a Non-Executive Director, liable to retire by rotation.
Date of First Appointment on Board	14 <sup>th</sup> March, 2024
Names of Listed Companies in which Directorship held	Nil
Chairman/Member of the committees of the Board of other Companies in which she is a Director	Nil
Shareholding in the Company including shareholding as a beneficial owner	Nil
Number of Board meetings attended during the FY 23-24	Nil
Remuneration	She shall be paid remuneration by way of sitting fees for attending Board or Committee Meetings of the Company or for any other purpose as may be decided by the Board.
Resignation from the directorship of the listed companies in the past three years	Nil
Inter-se relationship with other Directors , Manager and Key Managerial Personnel of the Company	Nil