



GOLDEN CREST

Education & Services Ltd.

CIN: L51109WB1982PLC035565

Regd. Office: 62A, Dr. Meghnad Shah Sarani, Room No.2,
2nd Floor, Southern Avenue, Kolkata – 700 029

Tel: +91-82320 09012, Email: info@goldencrest.in,

Website : www.goldencrest.in

Date: - 20th August, 2024

To,
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata – 700 001

To,
Dy. General Manager,
Corporate Relationship Department,
BSE Limited,
P. J. Tower,
Mumbai – 400 001

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot seeking consent of the Shareholders of the Company

Reference: Scrip Code: BSE-540062 & CSE- 29324

Dear Sir/Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Postal Ballot Notice dated July 30, 2024, along with the explanatory statement, seeking approval of the members of the Company for following matter:

Type of Resolution	Resolution
Special Resolution	Shifting of Company's Registered Office from the state of West Bengal to state of Maharashtra and Alteration of Clause II of Memorandum of Association of the Company

The Postal Ballot Notice together with the Explanatory Statement is being sent **by e-mail mode** only to those eligible Members who have already registered their e-mail address with the Depositories / their depository participant / the Company's Registrar and Share Transfer Agents M/s. Bigshare Services Private Limited as on the **cut-off date i.e Friday, 16th August, 2024**.

The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its members.

The e-voting period shall commence on Friday, 23rd August, 2024 at 09:00 a.m. and shall end on Saturday, September 21, 2024 at 05:00 p.m. The Scrutinizer will submit his report to the Managing Director and CEO of the Company or the Company Secretary of the Company or any other person authorized by the Board, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before Tuesday, 24th September, 2024.

The said information is also being made available on the website of the Company i.e. www.goldencrest.in.

We request you to take the above on record.

Yours faithfully,

For Golden Crest Education & Services Limited

Yogesh Lama
Managing Director & CEO
DIN: 07799934



Encl.: As Above

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NOTICE OF POSTAL BALLOT

Dear Member(s)

Notice is hereby given that the resolution set out below are proposed for approval by the Members of **Golden Crest Education & Services Limited** ("the Company") by means of Postal Ballot, only by Remote E-voting process ("E-voting") being provided by the Company to all its Members to cast their votes electronically, pursuant to Section 110 of The Companies Act, 2013 ("the Act"), Rule 22 of The Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 3/2022 dated May 6, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time).

In compliance with the aforesaid circulars issued by MCA, had advised the Companies to take all decisions requiring Members' approval, other than items of Ordinary Business or Business where any person has a right to be heard, through the mechanism of Postal Ballot / E-voting in accordance with the provisions of the Act and rules made thereunder, without holding a General Meeting that requires physical presence of Members at a common venue. Further, the Company will send Postal Ballot Notice by email to all its Shareholders who have registered their email addresses with the Company or Depository / Depository Participants and the communication of assent / dissent of the Members will only take place through the Remote E-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

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

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

In compliance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with MCA Circulars, the Company is offering the facility to its Members, to exercise their right to vote on the Resolution appended to this Notice, by electronic means ('Remote E-voting') only. For this purpose, the Company has availed the services of Central Depository Services (India) Limited, ("CDSL") to provide Remote E-voting facility to the Members of the Company.

The Remote E-voting period commences from 09:00 a.m. (IST) on Friday 23rd August, 2024, and ends at 05:00 p.m. (IST) on Saturday 21st September, 2024.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on 30th July, 2024, has appointed Mr. Rahul Bhutoria (Membership No. 304193) partner of M/s. B J B and Associates (F. R. No. 329621E) Practicing Chartered Accountant, as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.

The Scrutinizer will submit his report to the Managing Director & CEO of the Company or the Company Secretary of the Company or any other 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 on or before Tuesday 24th September, 2024.

The Results of Postal Ballot will be announced within two (2) working days from close of voting period and also be hosted on website of the Company (www.goldencrest.in) and on the website of CDSL (<https://www.evotingindia.com/>). The Results will also be communicated to BSE Limited and The Calcutta Stock Exchange Limited (CSE) where the Equity Shares of the Company are listed.

The Resolution, if approved by the requisite majority, shall be deemed to have been passed on the last date of Remote E-voting i.e., Saturday, 21st September, 2024, in terms of the Secretarial Standards on General Meeting (SS-2) issued by The Institute of Company Secretaries of India.

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SPECIAL BUSINESS

ITEM NO: 1 – SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF WEST BENGAL TO THE STATE OF MAHARASHTRA

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

“RESOLVED THAT pursuant to the provisions of Sections 4, 12, 13, 110 and other applicable provisions, if any, of The Companies Act, 2013 read with Rule 30 of The Companies (Incorporation) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of Central Government (powers delegated to Regional Director) and / or any other authority(ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions as may be required under the provisions of The Companies Act, 2013 or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the “State of West Bengal” to the “State of Maharashtra” and that Clause II of the Memorandum of Association of the Company be substituted with the following clause:

“II. The Registered Office of the Company will be situated in the State of Maharashtra.”

“RESOLVED FURTHER THAT any present Board of Directors of the Company or Key Managerial Personnel’s (KMPs) (Managing Director (MD) & Chief Executive Officer (CEO) or Chief Financial Officer (CFO) or Company Secretary (CS) of the Company be and are hereby severally authorized to prepare, sign and file the necessary application, affidavits and such other documents as may be necessary in connection with petition seeking confirmation of the Regional Director and/or any other authorities as may be required, to issue notices to the general public, creditors, etc. and also serve a copy of the petition to the applicable authorities as well as jurisdictional Registrar of Companies and /or all Regulatory authorities and to appoint any Professionals and Advisors to appear, represent, enter appearance on behalf of the Company and to act for every purpose connected with all the proceedings in the application for the approval of shifting of Registered Office of the Company before the Central Government (power delegated to the Regional Director) or any other authority and to take such other steps as may become necessary in this regard including signing and filing of application/petition/reply/letter/confirmation/undertaking etc. if required, before the applicable statutory authority and regulatory authorities under provisions of applicable law and to make such alteration, modification and corrections as may be required in the petition and such forms, documents, papers annexed with the same and to do all such acts, deeds things as may be required, so as to give effect to the aforesaid Resolution.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, any present Board of Directors of the Company or Key Managerial Personnel’s (KMPs) (Managing Director (MD) & Chief Executive Officer (CEO) or Chief Financial Officer (CFO) or Company Secretary (CS) of the Company be and is hereby authorized to do all such acts, deeds, matters and things (including delegation of all or any of its powers herein to any of its Committee, any present Directors, KMPs or any other person(s) as it may in its absolute discretion, deem necessary or desirable for and on behalf of the Company.”

“RESOLVED FURTHER THAT any present Board of Directors of the Company or Key Managerial Personnel’s (KMPs) (Managing Director (MD) & Chief Executive Officer (CEO) or Chief Financial Officer (CFO) or Company Secretary (CS) of the Company be and are hereby authorised severally to finalize the address of Registered Office of the Company in the State of Maharashtra, as they may consider appropriate.

By Order of the Board
For Golden Crest Education and Services Limited

Yogesh Lama
(Managing Director & CEO)
(DIN: 07799934)

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Date: 30/07/2024

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NOTES:

1. Explanatory Statement pursuant to Sections 102 and 110 of The Companies Act, 2013 (the "Act") read with Rule 22 of The Companies (Management and Administration) Rules, 2014, as amended, setting out material facts relating to the Resolution proposed to be passed is annexed hereto.
2. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of shifting Registered Office from West Bengal to Maharashtra are also annexed to this Notice.
3. The Postal Ballot Notice is being sent only by email to all those Members whose names appear on the Register of Members / List of Beneficial Owners as received from Central Depository Services (India) Limited ("CDSL") and National Securities Depository Limited ("NSDL") as on Friday, 16th August, 2024 (the "Cut-off date") and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited ("RTA").
4. Members may note that the aforesaid Postal Ballot Notice has been uploaded on the website of the Company at www.goldencrest.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at www.bseindia.com and The Calcutta Stock Exchange Limited (CSE) at www.cse-india.com. The Postal Ballot Notice is also disseminated on the website of CDSL (agency for providing the Remote E-Voting facility) at www.cdslindia.com.
5. The voting rights of the Members shall be reckoned in proportion to the Equity Shares held by them on the Cut-off date on Friday, 16th August, 2024. Only those Members holding Shares either in Physical form or Dematerialized form as on the Cut-off date will be entitled to cast their votes by Remote E- voting. A person who is not a Member as on the Cut-off date should treat this notice for information purpose only.
6. Pursuant to the applicable provisions of the Act and Rules framed thereunder and The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company can serve Notices, Annual Reports and other communication through Electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold Shares in physical form are requested to temporarily update their email address through its RTA at investor@bigshareonline.com. or to the Company at info@goldencrest.in.
7. Resolution passed by the members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the members.
8. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the members. Voting rights shall be reckoned on the Equity Shares registered in the name of the members as on Friday, 16th August, 2024. Once the vote is cast on the Resolution, it cannot be modified.
9. The Resolution, if passed by the requisite majority shall be deemed to have been passed on, Saturday, September 21, 2024 the last date specified for receipt of votes through the e-voting process.
10. The vote in this Postal Ballot cannot be exercised through proxy.
11. All the material documents referred to in this Postal Ballot Notice will be made available for inspection by the Members at the Registered Office of the Company during 11:00 A.M. to 01:00 P.M. on all working days except Saturday & holidays, from the date of dispatch of this Postal Ballot Notice until the last date for receipt of votes by Postal Ballot / E-voting i.e. August 20, 2024 to September 21, 2024.
12. Procedure for Remote E-Voting

The Remote E-voting period begins on Friday, 23rd August, 2024 at 09:00 a.m. and ends on Saturday, 21st September, 2024 at 05:00 p.m. The Remote E-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the Cut-off date i.e. Friday, 16th August, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the Paid-Up Equity Share Capital of the Company as on the Cut-off date, being Friday, 16th August, 2024.

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INSTRUCTIONS FOR VOTING

INSTRUCTION FOR REMOTE E-VOTING

The instructions of Shareholders for Remote E-voting are as under:

- (i) The voting period begins on **Friday August 23, 2024 at 09:00 a.m. (IST)** and ends on **Saturday September 21, 2024 at 05:00 p.m. (IST) (both days inclusive)**. During this period Shareholders of the Company, holding Shares either in Physical form or in dematerialized form, as on the Cut-off date of **Friday, August 16, 2024** may cast their vote electronically. The E-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Listed Entities are required to provide Remote E-voting facility to its Shareholders, in respect of all Shareholders' Resolutions.

Currently, there are multiple E-voting Service Providers (ESPs) providing E-voting facility to Listed Entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the Shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable E-voting to **all the Demat account holders, by way of a single login credential, through their Demat accounts / websites of Depositories / Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in E-voting process.

Step 1: Access through Depositories CDSL / NSDL E-Voting system in case of Individual Shareholders holding shares in Demat mode.

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.
- (iv) Pursuant to above said SEBI Circular, Login method for E-Voting for **Individual Shareholders holding securities in Demat mode in CDSL / NSDL** is given below:

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual Shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">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 to Easi / Easiest are requested to visit CDSL website 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 E-voting is in progress as per the information provided by company. On clicking the E-voting 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 i.e. CDSL/NSDL, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration and clicking 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 home page or

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Type of Shareholders	Login Method
	<p>click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 E-voting is in progress and also able to directly access the system of all E-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see E-Voting 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 name and you will be re-directed to E-Voting Service Provider website for casting your vote during the remote E-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the E-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 name and you will be redirected to E-Voting Service Provider website for casting your vote during the Remote E-Voting period.
Individual Shareholders (holding securities in Demat mode) login through their Depository Participants (DP)	<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. After Successful login, you will be able to see E-Voting option. Once you 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 name and you will be redirected to E-Voting Service Provider website 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. CDSL and NSDL

Login type	Helpdesk details
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 toll free no. 1800 22 55 33
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, 1800 22 44 30 and other no. 022-4886 7000 and 022-2499 7000

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Step 2: Access through CDSL E-Voting system in case of Shareholders holding shares in Physical mode and Non-Individual Shareholders in Demat mode.

- (v) Login method for Remote E-Voting for **Physical Shareholders and Shareholders other than individual holding in Demat form.**
- 1) The Shareholders should log on to the E-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier E-voting of any Company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical Shareholders and other than Individual Shareholders holding shares in Demat.
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat Shareholders as well as Physical Shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Demat account or in the Company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the Depository or Company, please enter the Member Id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in Physical form will then directly reach the Company selection screen. However, Shareholders holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for Resolutions of any other Company on which they are eligible to vote, provided that Company opts for E-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Shareholders holding shares in Physical form, the details can be used only for E-voting on the Resolutions contained in this Notice.
- (ix) Click on the EVSN for **Golden Crest Education & Services Limited** on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the Resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the Resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual Shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@goldencrest.in, if they have voted from individual tab & not uploaded same in the CDSL E-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical Shareholders- please provide necessary details like 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 **Company's** email id info@goldencrest.in / **RTA's** email id investor@bigshareonline.com.
2. For Demat Shareholders - 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 info@goldencrest.in. If you are an Individual Shareholder holding securities in Demat mode, you are requested to refer to the login method explained at step 1 i.e. Login method for E-Voting for Individual Shareholders holding securities in Demat mode.
3. For Individual Demat Shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while E-Voting through Depository.
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.

If you have any queries or issues regarding E-Voting from the CDSL E-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by Electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

- I. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

Golden Crest Education & Services Limited

CIN No.: L51109WB1982PLC035565

Registered Office: 62A, Dr. Meghnad Shah Sarani, Room No. 2, 2nd Floor

Southern Avenue, Kolkata - 700 029 Tel: (+91) 82320 09012

Email: info@goldencrest.in Website: www.goldencrest.in

General Instructions

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

In terms of the MCA and SEBI Circulars mentioned hereinabove, the Company is sending Postal Ballot Notice in Electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the E- voting system only. Therefore, those Members who have not yet registered their e-mail address are requested to get their e-mail addresses temporarily registered on investor@bigshareonline.com through its Registrar and Transfer Agent. Post successful registration of email, the Member would get soft copy of the Notice and the procedure for E-voting along with the User ID and Password to enable Remote E-voting for this Postal Ballot. In case of any queries, Member may write to helpdesk.evoting@cdslindia.com.

- ii. The Remote E-voting period commences from 09:00 a.m. (IST) on Friday, 23rd August, 2024 and ends at 05:00 p.m. (IST) on Saturday, 21st September, 2024. During this period, the Members of the Company, holding shares either in Physical form or in Demat form, as on the Cut-off date i.e., Friday, 16th August, 2024 may cast their vote electronically. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.
- iii. The Scrutinizer shall unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- iv. Subject to the receipt of sufficient votes, the Resolution shall be deemed to have been passed on the last date of voting i.e., on Saturday, 21st September, 2024. The results declared along with the Scrutinizer's Report shall be placed on the Company's website of the Company i.e., www.goldencrest.in and will be communicated to the Stock Exchanges where the Company's Shares are listed.
- v. To receive communication through electronic means, members are requested to kindly register/update their email address with their respective Depository Participant, where shares are held in Electronic form.

If, however, Shares are held in Physical form, members are advised to register their e-mail address with Bigshare Services Private Limited on investor@bigshareonline.com or mail to Company info@goldencrest.in.

Golden Crest Education & Services Limited

CIN No.: L51109WB1982PLC035565

Registered Office: 62A, Dr. Meghnad Shah Sarani, Room No. 2, 2nd Floor
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Email: info@goldencrest.in **Website:** www.goldencrest.in

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD - 2 ON GENERAL MEETINGS FORMING PART OF THE NOTICE

Presently, the Registered Office of the Company is situated in the State of West Bengal at Kolkata. Since the Company hardly conducts any business in the State of West Bengal except having and maintaining its Registered Office, the Board of Directors of the Company at its meeting held on July 30, 2024 decided to shift the Registered Office of the Company from Kolkata in the State of West Bengal to Mumbai in the State of Maharashtra, subject to the requisite approval of the Shareholders of the Company and approval of the Central Government through the Hon'ble Regional Director, Eastern Region, Kolkata.

The Board is of the view that for better administrative convenience, optimum utilization of available resources and to reduce the overall expenses, it would be necessary to shift the Registered Office of the Company to the State of Maharashtra and it would be in no way be detrimental to the interest of any of the Stakeholder, including employees, Shareholders and Creditors, of the Company in any manner.

In terms of Section 4, 12, 13, 110 and other applicable provisions of the Act, 2013 read with Rules made thereunder, such shifting of Registered Office from one state to another and consequent alteration in the Memorandum of Association ("MOA") requires approval of the Shareholders of the Company by way of Special Resolution and approval of the Central Government (power delegated to Regional Director).

Accordingly, approval of the Shareholders is sought by way of Postal Ballot through Remote E-voting in terms of the provisions of Section 110 of The Companies Act, 2013 read with Rule 22 of The Companies (Management and Administration) Rules, 2014 i.e. Procedure to be followed for conducting Business through Postal Ballot, for shifting of the Registered Office of the Company from the State of West Bengal to the State of Maharashtra and consequently for altering Clause II of the Memorandum of Association of the Company by substituting the words "State of West Bengal" by the words "State of Maharashtra".

All the material documents referred to in this Postal Ballot Notice will be made available for inspection by the Members at the Registered Office of the Company during 11:00 A.M. to 01:00 P.M. on all working days except Saturday & holidays, from the date of dispatch of this Postal Ballot Notice until the last date for receipt of votes by Postal Ballot / E-voting i.e. August 20, 2024 to September 21, 2024.

Subsequent to your approval, requisite application will be made to the Central Government, i.e., the Hon'ble Regional Director, Eastern Region, Kolkata as required under the Act.

The Board of Directors recommends the Resolution set forth in the Notice for the approval of the Shareholders by way of a Special Resolution in the best interest of the Company.

None of the Directors, Key Managerial Personnel (KMP) and/or their relatives are in any way, concerned or interested, financially or other-wise in the Special Resolution set out in the Notice except to the extent of their shareholding in the Company, if any.

**By Order of the Board
For Golden Crest Education and Services Limited**

**Yogesh Lama
(Managing Director & CEO)
(DIN: 07799934)**

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Southern Avenue, Kolkata - 700 029

Email: info@goldencrest.in

Website: www.goldencrest.in

Date: 30/07/2024