

7th May, 2024

To
BSE Limited
Listing Dept. / Dept. of Corporate Services
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 400001

Scrip Code: 533407

Dear Sir / Madam,

Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we here by enclosing herewith the Postal Ballot Notice together with Explanatory Statement, seeking approval of the Members for the ordinary resolution as mentioned in the Postal Ballot Notice.

The Postal Ballot Notice along with the Explanatory Statement, is being sent to the Members whose names have appeared in the Register of Members or in the Register of Beneficial Owners received from Link Intime India Pvt. Ltd., Registrar & Transfer Agent of the Company and the Depositories as on Friday, 3rd May, 2024 (Cut-off date).

The Company has engaged the services of Link Intime India Pvt. Ltd. for providing e-voting facility to the Members. The e-voting facility will be available from 9.00 a.m. on Wednesday, 8th May, 2024 to 5.00 p.m. on Friday, 7th June, 2024.

You are requested to take the above on your record.

For, CIL Nova Petrochemicals Limited

RAJAN

SRIVASTAVA

Rajan Srivastava

Whole Time Director

DIN:10461210

Digitally signed by RAJAN
SRIVASTAVA
Date: 2024.05.07 14:33:59
+05'30'

CIL NOVA PETROCHEMICALS LIMITED

CIN: L17111GJ2003PLC043354

Registered Office Address - Survey No. 396 (P), 395/4 (P),

Moraiya Village, Sarkhej - Bavla Highway,

Tal. Sanand, Ahmedabad – 382210

e-mail – novapetro23@gmail.com, Contact Details – 9099033987

Website – www.cnpl.com



NOTICE OF POSTAL BALLOT

[Notice pursuant to Section 108 and Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given pursuant to the provisions of Section 108 and Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (MCA), *inter-alia*, for conducting Postal Ballot through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 10/2022 dated December 28, 2022 and 9/2023 dated September 25, 2023 and SEBI circular dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and dated October 6, 2023 (collectively referred to as "Circulars") read with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations") and applicable Secretarial Standards (SS-2) and other applicable provisions, if any (including any statutory modification or re-enactment thereof for the time being in force), that the Company proposes to seek approval of the members by passing of the proposed resolution appended below through postal ballot by remote e-voting process (E-voting).

As permitted under the MCA Circulars, the Company is sending the Notice in electronic form only to all those Members whose e-mail address are registered with the Company/Registrar and Share Transfer Agent ("RTA") or Depository/Depository Participants and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, May 03, 2024. In compliance with Sections 108 and 110 of the Act read with the rules framed there under and the MCA Circulars, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to the Notice.

The Board has appointed Jatinbhai Harishbhai Kapadia., (Membership No. FCS 26725) (CP No. 12043) Practicing Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the Postal Ballot / 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 Link Intime India Private Limited to facilitate e-voting.

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

Commencement of e-voting period	Wednesday, 08 th May, 2024 at 9.00 a.m.
Conclusion of e-voting period	Friday, 07 th June, 2024 at 5.00 p.m.
Cut-off date for eligibility to vote	Friday, 03 rd May, 2024

The e-voting facility will be disabled by Link Intime India Private Limited immediately after 5.00 p.m. IST on 7th June, 2024, and will be disallowed thereafter.

The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or any other person authorized by the Chairman, and the result will be announced within 2 working day hours from the conclusion of the e-voting period i.e. on or before 5.00 PM on 8th June, 2024. The result declared along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice.

The last date of e-voting, i.e.7th June, 2024, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

Resolution:

Special Business:

Item No. 1:

Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company:

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

"RESOLVED THAT pursuant to Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including ant Statutory modification(s) and re-enactments thereof) for the time being in force and rules framed thereunder and in accordance with

the Articles of Association of the Company, consent of the members be and is hereby accorded to increase the authorised share capital of the Company from Existing of Rs.32,50,00,000/- (Rupees Thirty-Two Crore Fifty Lacs Only) divided into 2,75,00,000 (Two Crore Seventy-Five Lacs) equity shares of Rs.10/- (Rupees Ten Only) each and 5,00,000 (Five Lacs) Preference shares of Rs.100/- (Rupees One Hundred Only) each to Rs.34,50,00,000/- (Rupees Thirty-Four Crores Fifty Lacs Only) divided into 2,95,00,000 (Two Crores Ninety-Five Lacs) equity shares of Rs.10/- (Rupees Ten Only) each and 5,00,000 (Five Lacs) Preference shares of a par value of Rs.100/- (Rupees One Hundred Only) each by creating additional equity shares of 20,00,000 (Twenty Lacs) which shall ranking *pari passu* in all respect with the existing equity share of the Company as per the Memorandum and Article of Association of the Company.

RESOLVED FURTHER THAT in accordance with the applicable provisions of the Companies Act, 2013, and the Articles of Association of the Company, the consent of the shareholders be and is hereby accorded to alter the Memorandum of Association by substituting existing Clause V by the following new clause V as under:

'V. The Authorized share capital of the Company is Rs. 34,50,00,000/- (Rupees Thirty-Four Crore Fifty Lacs Only) divided into 2,95,00,000 (Two Crores Ninety-Five Lacs) equity shares of Rs. 10/- (Rupees Ten Only) each and 5,00,000 (Five Lacs) Preference shares of Rs. 100/- (Rupees Hundred Only) each.'

RESOLVED FURTHER THAT for the purpose of giving effect to aforesaid Resolution, the Board /Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby severally authorised to do all such acts, deeds, matters and things whatsoever, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.

**For and on behalf of the Board
CIL NOVA PETROCHEMICALS LIMITED**

**Sd/-
Jyotiprasad Chiripal
Director
(DIN: 00155695)**

**Place: Ahmedabad
Date: 2nd May, 2024**

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013

ITEM NO.1

Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company:

In order to broaden base the Capital Structure to meet the funding requirements of the Company and enable the Company to issue further shares, it is proposed to increase the authorised Share Capital of the Company from the current authorised share capital of the Company is Rs.32,50,00,000/- (Rupees Thirty-Two Crore Fifty Lacs Only) divided into 2,75,00,000 (Two Crore Seventy-Five Lacs) equity shares of Rs.10/- (Rupees Ten Only) each and 5,00,000 (Five Lacs) Preference shares of Rs.100/- (Rupees One Hundred Only) each to Rs. 34,50,00,000/- (Rupees Thirty-Four Crores Fifty Lacs Only) divided into 2,95,00,000 (Two Crores Ninety-Five Lacs) equity shares of Rs.10/- (Rupees Ten Only) each and 5,00,000 (Five Lacs) Preference shares of a par value of Rs.100/- (Rupees One Hundred Only) each by creating additional equity shares of 20,00,000 (Twenty Lacs).

As a consequence of increasing the Company's Authorised Share Capital, the existing Authorised Share Capital Clause in the Company's Memorandum of Association will be altered accordingly. The proposed increase in Authorised Share Capital requires the approval of members in a general meeting as per Section 61 of the Companies Act, 2013, and rules made thereunder.

The new Memorandum of Association can be inspected only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. Friday, 7th June, 2024.

Any members not receiving postal ballot notice, send their requests to Link Intitme India Private Limited or CIL Nova Petrochemicals Limited, Company Secretary on e-mail ID: novapetro23@gmail.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period for not receiving postal ballot notice.

The Board of Directors recommends the above Ordinary resolution for your approval.

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel of the Company is, in any way, concerned or interested in the above resolution.

**For and on behalf of the Board
CIL NOVA PETROCHEMICALS LIMITED**

Sd/-

Jyotiprasad Chiripal

Director

(DIN: 00155695)

Place: Ahmedabad

Date: 2nd May, 2024

Notes:

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 read with relevant rules setting out the material facts and reasons for the proposed resolution concerning the item of the special business to be transacted at the Postal Ballot is annexed hereto and forms part of this Notice.
2. This Postal Ballot Notice is being sent to the members whose names appear on the register of members / list of beneficial owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose email address is registered with the Company / Depository Participant(s), as on 3rd May, 2024 ("the Cut-off Date"). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. 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 and the MCA Circulars, 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. 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 members shall be in proportion to their shares of the paid-up equity share capital of the Company as on 03rd May, 2024, being the Cut-off Date fixed for the purpose.
4. All material documents referred to in the explanatory statement will be available for inspection only through electronic mode on all working days from the date of dispatch until the last date for receipt of votes by e-voting i.e. 7th June, 2024. Members may send their requests to Link Intime (India) Pvt. Limited or Company Secretary, CIL Nova Petrochemicals Limited at e-mail Id: novapetro23@gmail.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period.

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

1. Individual Shareholders holding securities in demat mode with NSDL
 1. Existing IDeAS user can visit the e-Services website of NSDL viz. <https://eservices.nsd.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" "which

is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp> at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.
 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
2. Individual Shareholders holding securities in demat mode with CDSL
1. Existing users who have opted for Easi/ Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System My Easi.
 2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
 3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
3. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form is given below:

Individual Shareholders of the company, holding shares in physical form as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>.
 2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details:
 - A. User ID: Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company.
 - B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
- *Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
- ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - ▶ Click "confirm" (Your password is now generated).
3. Click on 'Login' under 'SHARE HOLDER' tab.
 4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: Tel:022-4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at Helpdesk. E-voting @ cDSLindia.com or contact at 022-230 58738 or 22- 23058542-43.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participant's website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

The E-voting will be available during the period as mentioned earlier after which the portal shall forthwith be blocked and shall not be available.