

To,

Date: -21.06.2021

**Bombay Stock Exchange Limited (BSE Ltd)**

Listing / Compliance Department,  
Phiroze jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

**BSE Scrip Code:-541418**

**Sub: - Outcome of the Board Meeting under regulation 30 of SEBI (LODR) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to the Regulation 30 and other applicable regulations of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 we wish to inform you that the meeting of the Board of Directors of the company held today at 10.30 A.M. and approved the following matters:-

1. Approved the Migration Process of the company's present listing of equity shares from SME Platform of BSE Ltd. to Main Board of BSE Limited & NSE Limited in terms of Regulation 277 of SEBI (ICDR) Regulations, 2018 Subject to approval of members through Postal Ballot process / e-voting and fulfillment of Migration Criteria by the company as per BSE and NSE Migration policy.
2. Approved Draft Postal Ballot Notice including Explanatory Statement, Form, Process and other incidental matters for seeking approval of members for Migration of Company's present listing from SME Platform of BSE Ltd. to Main Board of BSE Limited & NSE Limited. The Chairperson /Company Secretary to be authorised for the entire postal ballot/e-voting process.
3. Approved appointment of Mrs. Rachana Daga (Proprietor of R. A. Daga & Co.) Membership No. 5522 as Scrutinizer for the scrutiny of Postal Ballot process / E-Voting in fair & transparent manner.

With the permission of Chairman, the following matters are approved and taken on records:-

4. Given Authorization to Bigshare Services Pvt. Ltd. (Registrar & Transfer Agent), CDSL and Company Secretary of the Company to provide facility and support for conducting Postal Ballot / E- Voting and to complete all the formalities with regards to the migration process, subject to approval of shareholders.
5. Approved Friday, 11<sup>th</sup> June, 2021 as the Cut-off date for sending Postal Ballot Notice & Voting Rights thereof.
6. Approved 24.06.2021 at 9.00 A.M. (IST) to 23.07.2021 at 5.00 P.M. (IST) as the voting period for Postal Ballot by remote e-voting.
7. Approved & Accepted the resignation of Mr. Haresh Kumar Prashad (DIN: - 08282123) w.e.f. 14.06.2021.

The Board Meeting Commenced at 10.30 A.M. and concluded at 11.20 A.M. Please take the note of same in your record.

Yours truly,

**For Nakoda Group of Industries Limited**



**Pratul Wate**

**Company Secretary & Compliance Officer**  
**(Membership No. : - A49131)**



## **NAKODA GROUP OF INDUSTRIES LIMITED**

CIN: - L15510MH2013PLC249458

Registered Office: - 239, South Old Bagadganj, Small Factory Area, Nagpur – 440008, MH

Website:- [www.nakodas.com](http://www.nakodas.com) Contact:- 0712-2778824 Email:- [cs@nakodas.com](mailto:cs@nakodas.com)

### **NOTICE OF POSTAL BALLOT / E-VOTING**

(Pursuant to Section 108 and 110 of the Companies Act, 2013 (“the Act”) read with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)

Notice is hereby given that pursuant to the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) read with General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No.39/2020 dated December 31, 2020 issued by Ministry of Corporate Affairs (“the MCA Circulars”) in relation to “Clarification on passing ordinary and special resolution by Companies Act, 2013 and rules made there under on account of the threat posed by COVID-19” for holding general meetings / conducting postal ballot through e-voting, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), (including any statutory modifications, amendments or re-enactments thereof, for the time being in force) the Resolutions appended below are proposed for seeking approval of the Members of the Company by way of special resolution for the businesses set out here under through Postal Ballot Forms along with electronic means i.e. (“remote e-voting”).

The Explanatory Statement pertaining to the said resolution setting out the material facts and the reasons for proposing the same is annexed for your consideration and approval.

Members have the option to vote either by means of physical Postal Ballot/ e-voting. Members desiring to exercise their vote by means of physical Postal Ballot are requested to carefully read the instructions printed in this Postal Ballot Notice and Postal Ballot Form and return the Postal Ballot Form duly completed in all respects in the enclosed self-addressed postage pre-paid Business Reply Envelope so as to reach the Scrutinizer not later than the close of working hours, that is, 5:00 p.m. on July 23, 2021. Postal Ballot Forms received after 5:00 p.m. on July 23, 2021 will be treated as ‘invalid’. The results along with the scrutinizer's report will be displayed on the Company's website under Investor Section as well as on CDSL website viz. [www.evotingindia.com](http://www.evotingindia.com) and will be communicated to stock exchange, BSE Limited (BSE) where Equity Shares of the Company are listed. Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is also providing e-voting facility for voting electronically on the resolutions proposed in this Postal Ballot Notice. Members desiring to opt for the e-voting facility are requested to read carefully the related notes to this Postal Ballot Notice and instructions given thereunder.

The resolution for the purpose as stated herein below is proposed to be passed by Postal Ballot/e-voting:

The Members are requested to consider and, if thought fit, pass the following resolutions:

**SPECIAL BUSINESS:-**

**Item No. 1:- Migration of Listing / Trading of Equity Shares of the company from SME Platform of BSE Limited to Main Board of BSE Limited or NSE Limited or both.**

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

“ **RESOLVED THAT** pursuant to the provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and Regulation 277 and other relevant provisions, laid down in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, including any amendment, modification, variation or re-enactment thereof, the consent and approval of the members of the Company be and is hereby accorded for Migration of 1,11,34,500 Equity Shares of the Company having a face value of Rs.10/- per Equity Share of the Company’s present listing from SME Platform of BSE Limited to the Main Board of BSE Limited or NSE Limited or both through Postal Ballot/electronic means i.e. (“remote e-voting”) subject to fulfillment of Migration Criteria by the company as per BSE and NSE Migration policy”.

“**RESOLVED FURTHER THAT** Board of directors of the Company and the Company Secretary be and are hereby authorized jointly and severally to deal with any Government or Semi Government authorities or any other concerned intermediaries including Bombay Stock Exchange, National Stock Exchange of India, Securities and Exchange Board of India, NSDL, CDSL, Registrar of Companies, to apply, modify, rectify and submit any application and / or related documents on behalf of the Company for the purpose of Migration of the Company’s present listing from SME Platform of BSE Limited to the Main Board of BSE Limited or NSE Limited or both and upon Migration the said Equity Shares be get listed and traded on the capital segment (main Board) of BSE Limited and NSE Limited, from the date of approval of Migration/ getting listed and admitted to be dealt on main Board of BSE Limited and NSE Limited.”

“**RESOLVED FURTHER THAT** Board of directors of the Company and the Company Secretary be and are hereby also authorized to apply for migration of the Company’s present listing from BSE SME Platform to the Main Board of either BSE Limited or NSE Limited or both on fulfillment of Migration Criteria by the company as per BSE and NSE Migration policy”. If at any time it is observed by the Board that fulfillment of Migration Criteria of any one Stock exchange is not possible for the company in a certain time period then Board shall apply for the migration process from SME Platform of BSE Limited to Main board of any one stock exchange whose Migration Criteria fulfills by the company.”

“**RESOLVED FURTHER THAT** the Board of Directors, Company Secretary and other designated officers of the company be and are hereby authorized to do all such acts, deeds, matters, filing e forms and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto.”

**Registered Office:**

Plot No. 239, South Old Bagadganj,  
Small Factory Area, Nagpur – 440008  
Maharashtra, India

Place: - Nagpur

Date: - 21.06.2021

**By Order of the Board**

**For Nakoda Group of Industries Limited**

SD/-

Pravin Choudhary  
Managing Director

**Note:-** In accordance with the Regulation 277 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the above mentioned resolution shall be acted upon if the votes cast by shareholders other than promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

## NOTES

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 stating all material facts and the reasons for the proposals is annexed herewith.
2. Members holding Equity Shares shall have one vote per share as shown against their holding. The Member need not use all his/ her/ its votes, nor does he/ she/ it need to cast all his/ her/ its votes in the same way.
3. Mrs. Rachana Daga Proprietor of M/s R. A. Daga & Co. (Mem. No. 5522) Practicing Company Secretaries, Nagpur has been appointed by the Board of Directors of the Company in their meeting dated 21.06.2021 as Scrutinizer for conducting the Postal Ballot process/ e-voting in accordance with the Act and in a fair and transparent manner.
4. The Postal Ballot Notice along with the Postal Ballot Form is being sent in electronic / physical form to the members who have registered their e-mail addresses / Postal Address with the Registrars and Share Transfer Agents of the Company and whose name appears on the Register of Members / List of Beneficial owners on Cut Off Date 11.06.2021.
5. On account of the threat posed by COVID-19 and in terms of the MCA Circulars, the company will send this postal ballot notice in electronic form also. The hard copy of this Postal ballot notice along with postal ballot forms and pre-paid business envelope will be sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Members can opt for only one mode of voting, that is, either by physical Postal Ballot/e-voting. In case members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot by the same member will be treated as “INVALID”.
6. The voting period begins from Thursday, 24<sup>th</sup> June 2021 at 09.00 A.M. (IST) to Friday, 23<sup>rd</sup> July 2021, 5.00 P.M. (IST). During this period, shareholders of the company, holding shares either in physical form or in dematerialized form as on the cut off date

11.06.2021 (including those members who may not receive this postal ballot notice due to non-registration of their email address) can cast their votes electronically, in respect of the resolution set out in the postal ballot notice only through the remote e-voting. Members are requested to follow the procedure as stated in the said notice for remote e-voting for casting their vote(s).

7. Voting rights in e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorized representative with proof of their authorization.
8. The results of the Postal Ballot will be declared on Saturday, 24<sup>th</sup> July, 2021. The results of the Postal Ballot will be hosted on the website of the company viz. [www.nakodas.com](http://www.nakodas.com) and also will be communicated to the Stock Exchange where the equity shares of the company are listed. The results of the Postal Ballot will be declared by the Chairman, or in his absence by the Managing Director or Company Secretary, or any other person so authorised by the Chairman and it will display at Company's Registered Office. The resolutions will be taken as passed if the results of the Postal Ballots / e-voting indicate that if the votes cast by shareholders other than promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.
9. The resolutions shall be deemed to have been passed on the last date specified by the Company for e - voting i.e. Friday, 23<sup>rd</sup> July 2021, 5.00 P.M. (IST) and as if they have been passed at a General Meeting of the Members.
10. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut - off date of 11.06.2021.
11. Shareholders who have registered their e-mail ID's with their Depository Participants/Company are being sent Notice of Postal ballot by e-mail and Shareholders who have not registered their e-mail id will request to please register their mail ids with the Company.
12. The Scrutinizer's decision on the validity of the Postal Ballot / e-voting will be final.
13. Documents referred to in this notice and explanatory statement are open for inspection by the shareholders at the Registered Office of the Company on all working days (except Saturday & Sunday) from 11:00 am to 4:00 pm till from the date of dispatch of the Postal Ballot Notice up to the completion of Postal Ballot i.e., Friday, 23<sup>rd</sup> July 2021.
14. In compliance with Regulation 44 of the Listing Regulations and provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means as an alternate mechanism. For this purpose, the Company has entered into an agreement with CDSL for facilitating e-voting in order to enable the members to cast their votes electronically instead of dispatching postal ballot form.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING.**

- (i) The voting period begins on Thursday, 24<sup>th</sup> June 2021 at 09.00 A.M. (IST) and ends on Friday, 23<sup>rd</sup> July 2021, 5.00 P.M. (IST). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 11.06.2021 of 11.06.2021 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 09.12.2020**, 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. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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.

- (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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the E voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/NSDL/KARVY/LINK INTIME as per information provided by Issuer /

	<p>Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi./Registration/EasiRegistration">https://web.cdslindia.com/myeasi./Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<p>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>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 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 or joining virtual meeting &amp; voting during the meeting.</p>

<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 or joining virtual meeting &amp; voting during the meeting.</p>
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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 <b>CDSL</b>	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 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method of e-Voting for **shareholders other than individual shareholders & physical shareholders.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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:



	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>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.</li> </ul>
Dividend Bank Details	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.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the Nakoda Group of Industries Limited on which you choose to vote. **EVSN of the Company is 210617001.**
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.

(xv) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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 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; [cs@nakodas.com](mailto:cs@nakodas.com) (designated email address by company) , 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 ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

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/RTA email id.

2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 Company/RTA email id.

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](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.



**Registered Office:**

Plot No. 239, South Old Bagadganj,  
Small Factory Area, Nagpur - 440008  
Maharashtra, India

Place: - Nagpur  
Date:-21.06.2021

**By Order of the Board**

**For Nakoda Group of Industries Limited**

SD/-

Pravin Choudhary  
Managing Director

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

### Item No.1:-

The Company has been listed and traded on the SME Platform of BSE Limited w.e.f. 06.06.2018 (i.e. for more than Two Year) and hence eligible to migrate to the Main Board of BSE Limited as per the guidelines specified by SEBI vide their circular dated 18.05.2010 and as per the procedures laid down under SEBI (LODR) Regulations, 2015 and SEBI (ICDR) Regulations, 2018. Listing on the Main Board of BSE Limited and NSE Limited will take the Company to different league along with the enhanced recognition and increased participation by the retail investors.

As per the new guidelines of NSE Limited, the companies listed on the SME platform of other nationwide stock exchange and desirous for listing on the main board of National Stock Exchange of India Ltd. can migrate itself from SME to main board of National Stock Exchange of India Ltd. Hence, Board of Director of the company has decided to migrate the company's present listing from SME Platform of BSE Limited to Main Board of BSE Limited or NSE Limited or both. If at any time it is observed by the Board that fulfillment of Migration Criteria of any Stock exchange by the company is not possible in a certain time period by the company then Board shall apply for the migration process from SME Platform of BSE Limited to Main board of any one stock exchange whose Migration Criteria fulfills by the company.

The Members are therefore requested to accord their approval for the purpose of Migration of the Company from SME Platform of BSE Limited to Main Board of BSE Limited NSE Limited as set out in the Notice.

Pursuant to Section 102 of Companies Act, 2013, The Board of Directors of the Company do and hereby confirm that none of its Directors, Key Managerial Personnel and relatives thereof are interested financially or otherwise in the aforesaid resolution except to the extent of their shareholding in the Company.

The Migration from SME to Main Board requires approval of members by way of special Resolution. The Shareholders approval for the said purpose is sought through this resolution as required under SEBI (ICDR) Regulations, 2018. Here special resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favor of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Hence the Board of Directors recommends the resolution at Item No. 1 of the Notice for the approval of the Members of the Company through Postal Ballot/E-Voting under Section 110 & 108 of the Companies Act, 2013.

### Registered Office:

Plot No. 239, South Old Bagadganj,  
Small Factory Area, Nagpur - 440008  
Maharashtra, India

Place: - Nagpur  
Date:-21.06.2021

Postal Ballot Notice 2021-22

### By Order of the Board

**For Nakoda Group of Industries Limited**

SD/-

Pravin Choudhary  
Managing Director



## NAKODA GROUP OF INDUSTRIES LIMITED

CIN: - L15510MH2013PLC249458

Registered Office: - 239, South Old Bagadganj, Small Factory Area, Nagpur - 440008, MH

Website:- www.nakodas.com Contact:- 0712-2778824 Email:- cs@nakodas.com

### POSTAL BALLOT FORM

1. Name and Registered Address of the :  
sole/ first named member
2. Name(s) of the joint-holder(s), if any :
3. Folio No. / DP ID\* / Client ID\* :  
(\*applicable only to members holding equity shares in dematerialised form)
4. Number of equity share(s) held :
5. I / we hereby exercise my / our vote(s) in respect of the following resolution to be passed by means of Postal Ballot for the business stated in the Postal Ballot Notice dated June 21, 2021, issued by the Company, by conveying my / our assent or dissent to the said resolution(s) by placing a tick mark (✓) in the appropriate box below:

No.	Description of Resolution	No. of Shares Held	I/ We assent (favor)to the resolution	I / We dissent (against) to the resolution
1.	<b>Special Resolution:</b> Migration of Listing / Trading of Equity Shares of the company from SME Platform of BSE Limited to Main Board of BSE Limited or NSE Limited or both.			

Date:

Place:

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Signature of the Member

## **INSTRUCTIONS:**

1. If a member exercises voting rights through voting by electronic means (“e-voting”), the Postal Ballot Form need not be sent to the Company.
2. A member desirous for exercising vote by physical Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed postage pre-paid Business Reply Envelope. Postage will be borne by the Company.
3. A member may vote through e-voting as per “Information and Instructions relating to e-voting” provided in the Postal Ballot Notice sent herewith.
4. The Postal Ballot Form should be completed and signed by the member as per the specimen signature registered with the Company. In case of joint holding, the same should be completed and signed by the first-named member and in his / her absence, by the next-named member.
5. Corporate / Institutional Members (that is, other than Individuals, HUF, NRI, etc.) opting for physical Postal Ballot are also required to send certified true copy of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer along with the Postal Ballot Form.
6. The consent must be accorded by recording the assent in the column “**FOR**” and dissent in the column “**AGAINST**” by placing a tick mark (✓) in the appropriate box.
7. The vote(s) of a member will be considered invalid inter alia on any of the following grounds:
  - a. Postal Ballot Form other than one issued by the Company is used;
  - b. if the member's signature does not tally;
  - c. if the member has put a tick mark (✓) in both the columns, that is, for “**Assent**” and also for “**Dissent**” to the resolution in such manner that the aggregate shares voted for “**Assent**” and “**Dissent**” exceed the total number of shares held;
  - d. if the Postal Ballot Form is unsigned, incomplete or incorrectly filled;
  - e. if the member has made any amendment to the resolution or imposed any condition while exercising his vote;
  - f. if the Postal Ballot Form is received torn or defaced or mutilated;
  - g. any competent authority has given directions in writing to the Company to freeze the voting rights of the member.
8. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member / beneficial owner (in case of electronic shareholding) as on Friday, June 11, 2021.
9. A member may request for a duplicate Postal Ballot Form, if so required, from Central Depository Services (India) Limited having its address at: Unit no. A-2501, A Wing, Marathon Futurex, 25th Floor, Mafatlal Mill Compound, N M Joshi Marg, Lower Parel (E), Mumbai – 440013 or at Company’s Registered Office Address. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than 5:00 p.m. (IST) July 23, 2021.
10. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid Business Reply Envelopes. Any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not act on the same.

**\* For any other assistance or clarification, members may contact Mr. Pratul Wate, Company Secretary and Compliance Officer of the Company at [cs@nakodas.com](mailto:cs@nakodas.com)**