

To,
The Department of Corporate Services
BSE Ltd.,
P J Towers, Dalal Street,
Mumbai-400001

Sub: Notice of the Postal Ballot.

Ref: Regulation 29 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

With reference to above, please find enclosed the Notice & form of Postal Ballot seeking approval of the members on the following Special Resolution:

1. Increasing the Borrowing Limits U/S 180(1) (C) Of The Companies Act, 2013
2. Creation of Charge/Mortgage etc. on Company's movable or immovable Properties In terms of Section 180 (1) (A) of the Companies Act, 2013
3. To Sale or Transfer the whole of a company specified under Sub- Clause (A) of Sub-Section (1) of Section 180.

S. No.	Activity	Date
1.	Cut - off date for reckoning Voting Rights and ascertaining those Members to whom the Notice and Postal Ballot Forms shall be sent	18/08/2018
2.	Date of commencement of Voting period	25/08/2018
3.	E-voting ends and Last date for receiving postal ballot by scrutinizer	23/09/2018
4.	Declaration of Result	25/09/2018

Kindly take on record and oblige.

Thanking You

For Arihant Capital Markets Limited


Mahesh Pancholi
(Company Secretary)
M. No. F-7143



ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratiam Kothi, Indore-452001, India | Admin Office: G Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable rules made there under]

Dear Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, to transact the following Special Businesses and for seeking approval of members on the following resolutions:

1. To increase the borrowing limits u/s 180(1)(c) of the Companies Act, 2013.
2. To create charge/mortgage etc. on Company's movable or immovable properties in terms of Section 180(1) (a) of the Companies Act, 2013.
3. To Sale or Transfer the whole of a company as specified under Section 180(1) (a) of the Companies Act, 2013.

The Statement pertaining to the said resolutions as required under Section 102 of the Companies Act 2013 setting out the material facts and the reasons thereof for each item is annexed hereto along with a Postal Ballot Form for your consideration.

The Board of Directors has appointed CS Virendra G. Bhatt (ICSI Membership No: 1157, COP : 124) as the Scrutinizer ("Scrutinizer") for conducting the Postal ballot and Electronic Voting in a fair and transparent manner and in accordance with the provisions of the Act and rules framed there under.

In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of Companies Act, 2013 and rules made there under, the Company is pleased to provide electronic voting ("e-Voting") facility as an alternative to its Members to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Forms by post. The Company has engaged Central Depository Services (India) Limited ("CDSL") to provide e-voting facility to the Members of the Company. It may be noted that e-Voting is optional. If a Member has voted through e-Voting facility, he is not required to send the Postal Ballot Form. If a Member votes through e-Voting facility and also sends his vote through the Postal Ballot Form, the votes cast through e-Voting shall only be considered by the Scrutinizer and the voting through physical Postal Ballot shall not be considered by the Scrutinizer.

The e-Voting facility is available at the link: <https://www.evotingindia.com> from 09:00 a.m. onwards on Saturday, 25th August, 2018 till Sunday, 23rd September, 2018 up to 05:00 pm. Please refer to the instructions given for e-voting at the end of this Notice for the purpose and manner in which e-Voting has to be carried out.

Members opting to vote through physical mode i.e., sending the Postal Ballot Form are requested to carefully read the instructions printed on the Postal Ballot Form sent herewith and return the

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | Admin Office: 6 Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



form duly completed and signed in the attached self-addressed postage prepaid business reply envelope so as to reach the Scrutinizer on or before the close of working hours i.e. 05:00 pm. On Sunday, 23rd September, 2018, failing which it will be treated as if no reply has been received from the concerned Member(s).

The Scrutinizer will submit his report to the Company after the completion of the scrutiny. The results of the Postal Ballot will be declared on Tuesday, 25th September, 2018 at the Registered Office of the Company and will be displayed along with the Scrutinizer's Report, on the website of the Company (www.arihantcapital.com) besides being communicated to BSE Limited. The result of the Postal Ballot will also be displayed at the Registered Office of the Company.

Items of Special Business requiring consent of Members through Postal Ballot:

ITEM NO. 1 – INCREASING THE BORROWING LIMITS U/S 180(1) (c) OF THE COMPANIES ACT, 2013:

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

RESOLVED THAT pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for time being in force), the Company hereby accords its consent to the Board of Directors for borrowing any sums of money from time to time from any one or more persons, firms, body corporate, banks or financial institutions whether by way of cash credit, advances or deposits, loans or bill discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation, lien or pledge of the Company's assets and properties whether movable or stock-in-trade and all or any of the undertakings of the Company notwithstanding that the money or moneys to be borrowed, together with the money already borrowed by the Company, apart from temporary loans including Bank Guarantee obtained from the company's bankers in the ordinary course of business may exceed aggregate of its paid up capital, free reserves and securities premium, provided that the total amount including the money/s already borrowed by the Company and outstanding at any time shall not exceed Rs. 250.00 Crores (Rupees Two Hundred Fifty Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company and/or a committee thereof be and is hereby authorized to do all such acts, deeds, matters and things, deal with such matters, take necessary steps in this matter as the Board may in its absolute discretion deem fit and necessary, desirable or expedient and to settle any question that may arise in this regard and incidental hereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | Admin Office: 6 Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



ITEM NO. 2 – CREATION OF CHARGE/MORTGAGE ETC. ON COMPANY’S MOVABLE OR IMMOVABLE PROPERTIES IN TERMS OF SECTION 180 (1) (a) OF THE COMPANIES ACT, 2013:

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

RESOLVED THAT pursuant to Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions, if any, of the Companies Act, 2013 consent of the Members be and is hereby accorded for creation by the Board of Directors on behalf of the Company, of such mortgages/ charges/ hypothecation and floating charges (in addition to the existing mortgages / charges /hypothecation created by the Company) in such form and in such manner as may be agreed to between the Board of Directors and the lenders, on all or any of the present and future immovable and / or movable properties of the Company wherever situated, in favor of any person including, but not limited to, financial / investment institution(s), bank(s), insurance company(ies), mutual fund(s), body corporate(s), trustee(s) to secure the loans, borrowings, debentures, hire purchase and / or working capital facilities and other credit facilities up to a sum not exceeding Rs. 250.00 Crores (Rupees Two Hundred Fifty Crores only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalize the form, extent and manner, and the documents and deeds, as may be applicable, for creating the appropriate mortgages/ charges/ hypothecation on immovable and / or movable properties of the Company on such terms and conditions and at such time(s)/ tranche (s) as may be decided by the Board of Directors in consultation with the lenders and for reserving the aforesaid right and for performing all such acts and things as may be necessary for giving effect to this resolution.

ITEM NO. 3 – TO SALE OR TRANSFER THE WHOLE OF A COMPANY SPECIFIED UNDER SUB-CLAUSE (a) OF SUB-SECTION (1) OF SECTION 180.

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

“RESOLVED THAT, pursuant to the provisions of Section 180(1)(a) and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, any other law for the time being in force and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent

ARIHANT CAPITAL MARKETS LTD.
Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | Admin Office: 6 Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



applicable and necessary, the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the “Board” which term shall be deemed to include any duly constituted Committee of the Board), to sell, transfer or otherwise dispose of The undertaking/ Investments/ Shares in the name of the company held in **AHINSA LIFESPACE INFRAHEIGHT LIMITED**, a wholly owned subsidiary of the company, situated at registered office at **E/5, Ratlam Kothi Area, Indore MP 452001** in together with all specified tangible and intangible assets, contracts, permission and consents, rights, registrations, personnel & employees, other assets and liabilities of the company minimum of Rs. 2 Cr. and as may be agreed between the parties in relation to the same as a going concern / on a slump sale basis on an “as is where is” basis or in any other manner as the Board may deem fit in the interest of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized and empowered to finalize and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the Undertaking as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors of the Company with power to delegate to any Officers of the Company, with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments.”

NOTES:

1. Pursuant to Section 102 of the Act, the Explanatory Statement setting out material facts and reasons for the proposed Special Businesses is annexed.
2. Members can opt for only one mode of voting i.e. either by postal ballot or through e-Voting. In cases where members cast their votes through both modes, votes cast electronically ("e-Voting") shall be treated as valid and votes cast through postal ballot forms will be treated as invalid.
3. The Notice of the Postal Ballot along with the Postal Ballot Form with the self-addressed Business Reply Envelope is enclosed for use of the Member. The same will be sent to all the Members, whose names appear in the Register of Members / Beneficial Owners as per the details furnished by the Depositories as on 18th August, 2018. The Members who have registered their e-mail IDs for receipt of documents in electronic mode, the same will be sent by e-mail. Voting rights shall be reckoned on the paid-up value of the shares registered in the names of the Members as on Saturday, 18th August, 2018.

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | Admin Office: 6 Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



4. Members can also download the Postal Ballot Form from the link www.arihantcapital.com or seek duplicate Postal Ballot Form from: Ankit Consultancy Private Limited, Plot No. 60, Electronic Complex, Pardeshipura, Indore-452010. Contact No: 0731-2551745, Email Id: support@ankitonline.com .
5. The voting period begins on Saturday, 25th August, 2018 at 9:00 am. & ends on Sunday, 23rd September, 2018 at 5:00 pm. The e-Voting module shall also be disabled by CDSL for voting thereafter.
6. In case of any query/grievance, you may contact Mr. Virendra G. Bhatt Practicing Company Secretaries, with respect to the voting by Postal Ballot including voting by electronic means at email ID: bhattvirendra1945@yahoo.co.in , Tel.:022-23514867 or Cell: 9820048670
7. The instructions for Members for voting electronically are as under:-

(A) In case of Members receiving e-mail:

Step 1: Open your web browser during the voting period and log on to the e-voting website: www.evotingindia.com

Step 2: Now click on "Shareholders" to cast your votes.

Step 3: Now, fill up the following details in the appropriate boxes:

User-ID	a) For CDSL: 16 digits Beneficiary Id
	b) For NSDL: 8 Character DP ID followed by 8 Digits Client Id
	c) Members holding shares in physical form should enter the Folio Number registered with the Company

Step 4: Next, enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | **Admin Office:** 6 Lad Colony, Y.N. Road, Indore-452003 **T:** +91-731-3016100 **F:** +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 **F:** +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com **E:** contactus@arihantcapital.com



Step 5: If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN (Permanent Account Number)	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"> Members who have not updated their PAN with the Company/Depository Participant are (Permanent requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. Account Number) In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is SURESH Kumar with folio number 100 then enter SU00000100 in the PAN Field.
DOB (Date Of Birth)	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format
Dividend Bank details #	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cutoff date in the Dividend Bank details field.

Please enter the DOB or Dividend Bank Details in order to login.

Step 6 : After entering these details appropriately, click on "SUBMIT" tab.

Step 7: Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.

Step 8: For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Step 9: Click on the EVSN for the relevant <ARIHANT CAPITAL MARKETS LIMITED> on which you choose to vote.

Step 10: Click 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.

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | Admin Office: 6 Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



Step 11: Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

Step 12: 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.

Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

Step 13: You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page. If Demat account holder has forgotten the changed password then Enter the user ID and the image verification code and click on Forgot Password and enter the details as prompted by the System.

Step 14: Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- 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 should be mailed to 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

(B) In case of Members receiving physical copy:

Please follow all steps from step 1 to step 14 above to cast vote.

8. **The Voting period begins on 25/08/2018 at 9:00 a.m. and ends on 23/09/2018 at 5:00 p.m. During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e 18/08/2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.**
9. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

**By Order of the Board of Directors
For Arihant Capital Markets Limited**

**Place: Indore
Date: 11/08/2018**

**Mahesh Pancholi
Company Secretary**

ARIHANT CAPITAL MARKETS LTD.
Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | **Admin Office:** 6 Lad Colony, Y.N. Road, Indore-452003 **T:** +91-731-3016100 **F:** +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 **F:** +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com **E:** contactus@arihantcapital.com



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

ITEM NO.1

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans including Bank Guarantee obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital, free reserves and securities premium of the Company. Hence it is proposed to increase the maximum borrowing limits shall not exceed Rs. 250.00 Crores (Rupees Two Hundred Fifty Crores only).

Your Directors recommend a Special Resolution to be passed for the same.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way concerned or interested, financially or otherwise, in the resolution.

ITEM NO. 2

Pursuant to the provisions of section 180(1)(a) of the Companies Act, 2013 the Company requires consent of the Members for the purpose of mortgaging/ creating charges on the properties of the Company to secure the loans availed by the Company. In order to facilitate securing the borrowings made by the Company, it would be necessary to create charge on the assets or whole of the undertaking of the Company. By this proposal the approval of the Members is sought for mortgaging/creating charge on the assets of the Company to secure the loans availed by the Company up to a limit of Rs. 250 Crores (Rupees Two Hundred Fifty Crores only).

Your Board of Directors recommends the relevant resolution for your consideration and approval as a Special Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way concerned or interested, financially or otherwise, in the resolution.

ITEM No.3

Ahinsa Lifespace Infraheight Limited is a wholly owned subsidiary of Arihant Capital Markets Limited. The Company has identified properties which may be 'substantial' in terms of Section 180 (1) (a) of the Companies Act, 2013 and therefore requires members approval for disposal by way of Special Resolution. Approval of members is sought for: - to lease, sell, transfer, convey, assign or otherwise dispose of the Company's immovable property together with all specified tangible and intangible assets, contracts, permission and consents, rights & employees, other assets and liabilities of the company on minimum of Rs.

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | **Admin Office:** 6 Lad Colony, Y.N. Road, Indore-452003 **T:** +91-731-3016100 **F:** +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 **F:** +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com **E:** contactus@arihantcapital.com



2 Cr. as may be agreed between the parties in relation to the same as a going concern/ on slump sale basis free from all encumbrances and claims.

The consideration to be received on said lease and/or sale, transfer, conveyance, assignment or sale of above property shall be utilized by Holding Company.

In view of the same, the Board of Directors at its meeting held on August 11, 2018 has subject to the approval of members of the Company by a special resolution and other applicable laws and subject to such approvals, consents, permissions and sanctions as may be necessary, approved to lease, sell, transfer, convey, assign or otherwise dispose of the Company's immovable property as stated above.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the Resolution of the Notice for approval of the members by a Special Resolution.

**By Order of the Board
For Arihant Capital Markets Limited**

**Place: Indore
Date: 11/08/2018**

**Sd/-
Mahesh Pancholi
Company Secretary**

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | **Admin Office:** 6 Lad Colony, Y.N. Road, Indore-452003 **T:** +91-731-3016100 **F:** +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 **F:** +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com **E:** contactus@arihantcapital.com



POSTAL BALLOT FORM

(To be returned to the scrutinizer appointed by the company)

- 1 **Name and the Registered** : **Sr. No.**
Address of the Sole/ First named
member
- 2 **Name of the Joint Holder(s),if** :
Any
- 3 **Registered FolioNo./DPID** :
No.*/Client ID No.*
- (*Applicable to investors holding
Shares in dematerialized form).
- 4 **Number of Equity Shares held** :

I/We hereby exercise my/our vote(s) in respect of the following resolution(s) to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated 11/08/2018 issued by the Company by Conveying my/our assent or dissent to said resolution(s) by placing the tick mark (✓) in the appropriate box below:

S. No.	Description of Resolution(s)	Type of Resolution	No. of Equity Shares held by me/ us	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	To increase the borrowing limits u/s 180(1)(c) of the Companies Act, 2013.	Special			
2.	To create charge/mortgage etc. on Company's movable or immovable properties in terms of Section 180(1)(a) of the Companies Act, 2013.	Special			
3.	To Sale or Transfer the whole of a company as specified under Section 180(1) (a) of the Companies Act, 2013.	Special			

Place:

Date:

Signature of Member

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | Admin Office: 6 Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



Particulars for e-voting

Members opting to vote through e-voting, instead of voting through the physical Postal Ballot, may access the e-voting facility through web link www.evotingindia.com. Particulars for e-voting are as under:

EVSN of	User ID	Password/Pin
Arihant Capital Markets Limited		

Note: - Please read the instructions given over leaf carefully before exercising your vote.

Facility to exercise vote(s) by means of Postal Ballot, including voting through e-voting will be available during the following period:

Commencement of voting	End of Voting
25/08/2018	23/09/2018

The voting will not be allowed beyond 5.00 p.m. on 23/09/2018 and the e-voting shall be disabled by CDSL upon expiry of the aforesaid date and time.

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | **Admin Office:** 6 Lad Colony, Y.N. Road, Indore-452003 **T:** +91-731-3016100 **F:** +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 **F:** +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com **E:** contactus@arihantcapital.com



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 (if posted in India). Postage will be borne by the Company. Member(s) residing outside India should stamp the envelope appropriately.
3. A member may vote through e-voting as per “**The instructions for shareholders voting electronically**” provided in the Postal Ballot Notice sent here with.
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 authorized 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 Postal Ballot Forms is unsigned, incomplete or incorrectly filled;
 - d) If the member has made any amendment to the resolution or imposed any condition while exercising his vote;
 - e) If the Postal Ballot Form is received torn or defaced or mutilated;
 - f) Any competent authority has given directions in writing to the Company to freeze the voting rights of the member.
8. Duly completed Postal Ballot Forms should reach the Scrutinizer on or **before 5:00 p.m. on 23/09/2018**. If any Postal Ballot Form is received after this date and time, it will be strictly treated as if reply from such member has not been received.
9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | Admin Office: 6 Lad Colony, Y.N. Road, Indore-452003 T: +91-731-3016100 F: +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 F: +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com E: contactus@arihantcapital.com



/beneficial owner (in case of electronic shareholding) as **on 18/08/2018**

In case a Member wishes to obtain a printed Postal Ballot Form or a duplicate, he or she may request for a Postal Ballot Form to Registrar and Share transfer Agent Tel.:0731-4065799, 4065797 rtaindore@gmail.com , ankit_4321@yahoo.com & Company Secretary Tel : 0731-421710., email : mahesh.pancholi@arihantcapital.com . However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer not later than 5:00 p.m. on **23/09/2018** Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self- addressed postage-prepaid Business Reply Envelope. Any extraneous paper found in such envelop would be destroyed by the Scrutinizer and the Company would not act on the same.

ARIHANT CAPITAL MARKETS LTD.

Member of NSE, BSE, MSEI, NSDL, CDSL

Reg. Office: E-5, Ratlam Kothi, Indore-452001, India | **Admin Office:** 6 Lad Colony, Y.N. Road, Indore-452003 **T:** +91-731-3016100 **F:** +91-731-3016027

Corp. Office: #1011, Solitaire Corporate Park, Building No. 10, 1st Floor, Andheri Ghatkopar Link Road, Chakala, Andheri (E), Mumbai-400093

T: +91-22-67114800, +91-22-42254800 **F:** +91-22-42254880

CIN: L67120MP1992PLC007182

W: www.arihantcapital.com **E:** contactus@arihantcapital.com