



**PANKAJ
POLYMERS LIMITED**

CIN : L24134TG1992PLC014419

Regd. Office : Vth Floor, Surya Towers, S.P. Road,
Secunderabad - 500 003. Telangana, INDIA

Phone : +91-40-27897743, 27897744, 27815895

E-mail : info@pankajpolymers.com

Dated 26th August 2023

Department of Corporate Services
Bombay Stock Exchange Limited
1st Floor, Rotunda Building,
B.S.Marg, Fort,
Mumbai - 400 001

Kind Attn: The General Manager

Dear Sir,

Sub: Submission of copy of Postal Ballot Notice and calendar of events – reg.

Ref : SEBI (LODR) Regulations, 2015.

Scrip Code : 531280

Enclosed please find copy of Postal Ballot notice being sent to the shareholders of the Company for passing the following resolutions:

- 1) Alteration Main Object Clause of Memorandum of Association of the Company;
- 2) Power to make Investment, give Loan, extend Guarantee or provide Security.

Also please find enclosed calendar of events for the proposed Postal Ballot process.

Request you to take the same on record.

Thanking you,

for **Pankaj Polymers Limited**

**Paras Goel
Jt. Managing Director**

Encl: As above



PANKAJ POLYMERS LIMITED

(CIN L24134TG1992PLC014419)

Registered office: "E" Block, V Floor, 105, Surya Towers, Sardar Patel Road, Secunderabad-500003, Telangana, Tel: 040-27897743, Email - info@pankajpolymers.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013)

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No.22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), relevant provisions of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements Regulations) 2015 (**SEBI Listing Regulations**), Secretarial Standard-2 (**SS-2**) on General Meetings issued by the Institute of Company Secretaries of India and any other applicable laws and regulations, the Resolution(s) appended below for seeking your approval, is proposed to be passed by the members through Postal Ballot only by voting through electronic means ("remote e-voting"). Communication of assent or dissent of the Members would take place only through the remote e-voting system.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution(s) setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on August 09, 2023, have appointed Mrs. N.Madhavi, Practicing Company Secretary, as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The remote e-voting period commences from 9.00 a.m. (IST) on Monday, August 28, 2023 and ends at 5.00 p.m. (IST) on Tuesday, September 26, 2023. The Scrutinizer will submit the report to the Managing Director of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced at or before 5.00 p.m. (IST) on Thursday, September 28, 2023.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited, where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.pankajpolymers.com.

SPECIAL BUSINESS:

Item No.1: To alter Main Object Clause of Memorandum of Association of the Company

To consider and if thought fit, to give ascent/dissent to the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to the necessary approval(s) if any, from the Competent Authorities, consent of the members be and is hereby given for the alteration of the Main Objects Clause of the Memorandum of Association of the Company.

RESOLVED FURTHER THAT the following main objects be and are hereby inserted after object No.12 in Clause III A of the Memorandum of Association as object No.:

13.To carry on the business of construction as Contractors, Builders, Town planners, Infrastructure developers, Real estate developers and Engineers land developers, estate agents, immovable property dealers and to acquire, buy, purchase, hire or otherwise lands, buildings, civil works immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows, kothis or civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not, to give land on development, and to pull down, rebuild, enlarge alter and other conveniences and to deal with and improve, property of the Company or any other Immovable property.

14.To carry on the business of construction, consultants, civil engineers, builders and developers of land contractors, colonizers, civil contractors and undertake any residential, commercial or Industrial, construction either independently or jointly in joint venture, partnership or on agency or sub contracts basis with or on behalf of any individual firm, body corporate, association or society, Central or State Government, or any local authority to work as colonizer, developer of land and farm houses and buildings for residential purposes.

Item No.2: Power to make Investment, give Loan, extend Guarantee or provide Security

To consider and if thought fit, to pass, with or without modification the following resolution as **Special resolution**:

“**RESOLVED THAT** pursuant to section 186 and other applicable provisions of Companies Act, 2013 read with Companies (Meeting of the Board and its powers) Rules, 2014 and subject to such approvals as may be necessary, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to:

- a) make Investment(s), give Loan(s), provided that the total amount of such investments and loans outstanding at any time shall not exceed Rs.20 crores (Rupees Twenty Crores);
- b) extend Guarantee or provide Security in connection with a loan to any other person or body corporate, provided that the aggregate amount of such guarantee or security outstanding at any time shall not exceed Rs. 20 crores (Rupees Twenty Crores).

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and finalize the terms and conditions while making investment, giving loan or guarantee or providing securities within the aforesaid limits including with the power to transfer and dispose of the investments so made, from time to time, and to execute all deeds, documents and other writings and to do all such acts, deeds, matters and things, as may be necessary and expedient for implementing and giving effect to this resolution.”

Date : 09.08.2023
Place: Secunderabad

By order of the Board
for **Pankaj Polymers Limited**

Sd/-
Pankaj Goel
Managing Director
DIN 00010059

Notes:

1. Explanatory Statement and reasons for the proposed special businesses pursuant to Section 102(1) read with Section 110 of the Companies Act, 2013 are given hereunder.
2. In compliance with MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.

Members may note that this Postal Ballot Notice will also be available on the Company's website www.pankajpolymers.com, website of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com.

3. A copy of each of the documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company between 10.00 a.m. to 12.00 noon on any working day excluding Saturday and Sunday till the last date of e-voting.
4. The Resolutions will be taken as passed effectively on the date of announcement of the result by the Managing Director of the Company, if the result of the Postal Ballots indicates that the requisite majority of the Shareholders had assented to the Resolutions. The result of the Postal Ballot will be declared on or before September 28, 2023 at the Registered Office of the Company. After declaration, the result of the Postal Ballot shall also be posted on the Company's website www.pankajpolymers.com, besides communicating the same to the Bombay Stock Exchange Limited, where the shares of the Company are listed.
5. **Voting through electronic means:**

The Company has engaged the services of KFintech the RTA, to provide facility for remote e-voting. The instructions and other information relating to E-voting are as under:


Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>Users already registered for IDeAS facility of NSDL may follow the following procedure:</p> <ol style="list-style-type: none">1. Click on URL: https://eservices.nsdl.com2. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section.3. On the new page, enter User ID and Password for accessing 'IDeAS'4. On successful authentication, you will enter your IDeAS service login.5. click on "Access to e-Voting" under Value Added Services on the panel available on the left hand side.6. Click on "Active e-voting Cycles" option under e-voting. <p>Click on Company name or e-voting service provider and you will be redirected</p>

	<p>to e-Voting service provider website for casting the vote during the remote e-voting period.</p> <p>2. User not registered for IDeAS e-Services facility of NSDL may follow the following procedure:</p> <ol style="list-style-type: none"> 1. To register click on URL : https://eservices.nsdl.com 2. Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Proceed to complete registration using your DPID, Client ID, Mobile Number, etc. 4. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote. <p>3. Users may directly access the e-voting module of NSDL as per the following procedure:</p> <ol style="list-style-type: none"> 1) Open URL: https://www.evoting.nsdl.com/ 2) Click on the button “Login” which is available under ‘Shareholder/Member’ section. 3) A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), login type, Password / OTP and a Verification Code as shown on the screen. 4) Post successful authentication, you will enter the e-voting module of NSDL. 5) Click on "Active E-voting Cycles / VC or OAVMs" option under evoting. Click on Company name or e-Voting service provider and you will be redirected to KfinTech website for casting the vote during the remote e-voting period. <p>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;">  <p>The image shows a promotional banner for the NSDL Mobile App. It features the text "NSDL Mobile App is available on" in blue. Below this, there are two logos: the Apple App Store logo and the Google Play logo. Underneath each logo is a square QR code for scanning.</p> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Users already registered for Easi/Easiest facility of CDSL may follow the following procedure:</p> <ol style="list-style-type: none"> 1. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com and Click on New System Myeasi 2. Login with your registered User ID and Password for accessing Easi / Easiest 3. The User will see the e-Voting Menu. The Menu will have links of ESPi.e. KFinTechce-Voting Portal. Click on the Company name or e-voting service provider and you will be redirected to KfinTech website for casting the vote during the remote e-voting period.

	<p>2. Users not registered for Easi / Easiest facility of CDSL may follow the following procedure:</p> <p>i) Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>ii) Proceed to complete registration using your DP ID, Client ID, Mobile Number, etc.</p> <p>iii) After successful registration, please follow steps given under Sr. No. I above to cast your vote</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>i) . Visit URL: : https://evoting.cdslindia.com/Evoting/EvotingLogin</p> <p>ii). Provide your demat Account Number and PAN No.</p> <p>iii). System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>iv). On successful authentication, you will enter the e-voting module of CSDL.</p> <p>Click on Company name or e-voting service provider and you will be redirected to KfinTech website for casting the vote during the remote e-voting period.</p>
<p>Individual Shareholder login through their demat accounts / Website of Depository Participant</p>	<p>i). You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>ii). Once logged-in, 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.</p> <p>iii). Click on options available against Company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please 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
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

- (A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
 - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number.-In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
 - iii. After entering these details appropriately, click on "LOGIN".
 - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - v. You need to login again with the new credentials.
 - vi. On successful login, the system will prompt you to select the "EVEN" i.e., "Pankaj Polymers Limited- Postal Ballot" and click on "Submit"
 - vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
 - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
 - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - x. You may then cast your vote by selecting an appropriate option and click on "Submit".
 - xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer's email id madhavi.acs@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_Even No."
- (B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Postal Ballot notice and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Electronic folios:

Visit the link: <https://ris.kfintech.com/clientservices/postalballot/registration.aspx>

1. Select the company name "Star Health and Allied Insurance Company Limited"
2. Shareholder to enter DPID-CLID / Folio No. and PAN No.
4. Shareholder to enter the e-mail id and mobile no.
5. Systems check the authenticity of the client id and PAN and send the different One-time Passwords (OTPs) to mobile no. and e-mail id to validate.
6. Shareholder to enter the OTPs received by SMS and e-mail id to complete the validation process (OTPs will be valid for 5 minutes only).
7. System confirms the e-mail id for the limited purpose of services Postal Ballot notice.
8. System will send the notice & procedure for e-voting to the e-mail given by the shareholder

Procedure for Physical folios:

Visit the link <https://ris.kfintech.com/clientservices/postalballot/registration.aspx>

1. Select company name "Star Health and Allied Insurance Company Limited"
2. Shareholder to enter physical Folio No and PAN No.
3. If PAN No. is not available in the records, shareholder to enter one of the Certificate No.
4. Shareholder to enter the e-mail id and mobile no.
5. Systems check the authenticity of the Folio No. and PAN/Certificate No. and send the different OTPs to mobile no. and e-mail id to validate.
6. Shareholder to enter the OTPs received by SMS and e-mail id to complete the validation process. (OTPs will be valid for 5 min. Only).
7. If PAN is not available, the system will prompt to upload the duly signed scan copy of the PAN.
8. System confirms the registration of e-mail id.
9. System will send the notice & procedure for e-voting to the "e-mail id" given by the shareholder.

- i. Members who have not registered their email address and in consequence the Notice of Postal Ballot and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: [https://ris.kfintech.com/clientservices/postal ballot/](https://ris.kfintech.com/clientservices/postalballot/).

Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

- ii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Notice of Postal Ballot and the e-voting instructions.
- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

C. General Instructions

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

In terms of the MCA and SEBI Circulars mentioned hereinabove, the Company will send Postal Ballot Notice in Electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the E -voting system only. Therefore, those Members who have not yet registered their e-mail address are requested to get their e-mail addresses temporarily registered by visiting <https://ris.kfintech.com/clientservices/postalballot/> Post successful registration of email, the Member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable remote e-voting for this Postal Ballot. In case of any queries, member may write to evoting@Kfintech.com.

ii. The Remote E-voting period commences from 9.00 a.m. (IST) on Monday, August 28, 2023 and ends at 5.00 p.m. (IST) on Tuesday, September 26, 2023.

iii. During this period, the members of the Company, holding shares either in physical form or in demat form, as on the cut-off date of August 18, 2023, may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

iv. To receive communication through electronic means, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their e-mail address with KFinTech on <https://ris.kfintech.com/clientservices/postalballot/> or contact Toll Free No. 1800 309 4001, at [Unit: PANKAJ POLYMERS LIMITED] KFin Technologies Limited, Selenium Building B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Telangana State, India.

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

Item No.1

As the shareholders were informed earlier, the Company has closed the operations and currently not doing any manufacturing activity. The Company has proposed to do few activities and changed its main objects in June 2018 but the same were not materialized. In view of this, the Company is now intended to pursue new activities by alteration of the Main objects of the company as mentioned in the resolution, in order to achieve the new set of goals and objects.

In terms of provisions of Companies Act, 2013 and rules made thereunder, consent of the members of the company is required to change the main objects of the Company by way of postal ballot. Accordingly the Board recommends the special resolution for your approval.

None of the Directors and Key Managerial Persons (KMP) is concerned or interested in the above Resolution except to the extent of their shareholding.

Item No. 2

In view of surplus funds available with the Company and for better utilization of these funds, company may invest the same into securities/loans in order to get better returns. It may also require to giving guarantee or provide security during course of business in the interest of company.

Board of Directors in their meeting held on 09.08.2023 decided to seek approval of shareholders to make investment or give loan, guarantee or provide security exceeding the sixty per cent of paid up capital, free reserves and securities premium account or one hundred per cent of free reserves and securities premium account whichever is more.

Pursuant to the provisions of Section 186 of the Companies Act, 2013, company is required to obtain approval by passing special resolution in general meeting in case it proposes to make investment or give loan, guarantee or provide security exceeding the sixty per cent of paid up capital, free reserves and securities premium account or one hundred per cent of free reserves and securities premium account whichever is more.

In view of better utilization of funds available with the company it is proposed to pass enabling resolution authorizing Board of directors of the company to make investment or give loan, guarantee or provide security within the limits as mentioned in proposed resolution. The Board commends the Special Resolution set out in the Notice for approval by the shareholders.

None of the other Directors of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Date : 09.08.2023
Place: Secunderabad

By order of the Board
for **Pankaj Polymers Limited**

Sd/-
Pankaj Goel
Managing Director
DIN 00010059



CALENDAR OF EVENTS FOR POSTAL BALLOT PROCESS

S.No.	Event	Date of event
1	Date on which consent given by the scrutinizer	02-08-2023
2	Date of Consideration of the matter in Board Meeting	09-08-2023
3	Date of Appointment of scrutinizer & e - voting service provider	09-08-2023
4	Date of Approval of Postal Ballot Notice	09-08-2023
5	Date of Board Resolution authorizing Director and Company Secretary for being responsible for the entire postal ballot process	09-08-2023
6	Cut-off date for providing e-voting rights (To whom postal ballot notice will be dispatch)	18-08-2023
7	Date of completion of dispatch of notice (Email only)	26-08-2023
8	Publication of notice in newspaper	28-08-2023
9	Date of commencement of E-voting	28-08-2023
10	Date of completion of E-voting	26-09-2023
11	Last date for submission of report by the scrutinizer	28-09-2023
12	Date in which the results of postal ballot will be announced by the Company	28-09-2023
13	Result to be displayed in the Company Website /Stock Exchanges / Released to the Press	28-09-2023
14	Last Date for signing of the minutes book by the Chairman in which the results ballot is recorded	Within 30 days from declaration of Results
15	Filing of Resolution with ROC	"

