

Date: June 22, 2022

To General Manager - Listing Corporate Relationship Department BSE Limited

P. J. Towers, Dalal Street, Mumbai-400001

BSE SCRIP CODE - 536170

Dear Sir,

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Postal Ballot Notice seeking approval of the members of the Company by way of remote e-voting process for the resolutions set forth in the aforesaid Notice.

Postal Ballot Notice is being sent only through electronic mode to the members whose names appear in the Register of Members / List of beneficial owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email addresses are registered with the Company / Depositories, as on Friday, June 24, 2022 ("Cut-off Date").

The Postal Ballot Notice is also available on the Company's website at www.kushallimited.com.

The Company has engaged the services of National Securities and Depository Limited (NSDL) for providing remote e-voting facility to all its member. The e-voting facility will be available during the following period:

Commencement of Remote e-voting	Wednesday, June 29, 2022 (from 9.00 AM IST)
End of Remote e-voting	Friday, July 29, 2022 (till 5.00 PM IST)

Please take the information on record.

Thanking you,



Yogeshkumar Patel Managing Director Formerly known as Kushal Tradelink Limited)

Registered office: GF / Q, Mondeal Square, Opp Prahaladnagar Garden, SG Highway, Ahmedabad - 380015, Gujarat Email Id : cmd@kushallimited.com Website : www.kushallimited.com



(CIN: L74110GJ2000PLC037472) Regd. Office: GF/ Q, Mondel Square Opp. Prahladnagar Garden, S.G. Highway, Ahmedabad, Gujarat 380015 Ph.: 079- 22772991 | E-mail: <u>cs@kushallimited.com</u> | Web: <u>www.kushallimited.com</u>

Notice of Postal Ballot

Notice is hereby given to the Members of Kushal Limited ('the Company'), pursuant to Section 108 and Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended ('Management Rules') read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, and 39/2020 dated 31st December, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 8, 2021 ("General Circulars") issued by the Ministry of Corporate Affairs ('MCA Circulars'), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the Ordinary Resolutions as set out in this Notice are proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only ('remote e-voting'):

1. TO APPROVE APPOINTMENT M/S. PRAKASH B. SHETH & CO., CHARTERED ACCOUNTANTS (FRN NO. 108069W) AS STATUTORY AUDITOR TO FILL THE CASUAL VACANCY CAUSED DUE TO RESIGNATION OF M/S. S. V. SOJITRA & CO. CHARTERED ACCOUNTANTS, (FRN: 139013W)

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of the Section 139(8), 142 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), on the basis of recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to appoint M/s. Prakash B. Sheth & Co., Chartered Accountants (FRN 108069W) as Statutory Auditor of the Company to fill up the casual vacancy caused due to resignation of M/s. S. V. Sojitra & Co., Chartered Accountants, (FRN: 139013W) the auditor of the Company at such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be decided and fixed by the Board of Directors of the Company in consultation with the Auditors."

"RESOLVED FURTHER THAT M/s. Prakash B. Sheth & Co., Chartered Accountants (FRN 108069W) shall hold the office up to conclusion of the ensuing annual general meeting of the Company and they shall conduct the Audit for the financial statements for the financial year ended on 31st March, 2022."

"RESOLVED FURTHER THAT Mr. Yogeshkumar patel, Managing Director of the Company be and is hereby authorized to file the necessary documents/form(s) with the Registrar of Companies and to do all such acts, things, deeds or to sign, execute or file any document, paper or form which is necessary for giving effect to this resolution."

By Order of the Board of Directors For Kushal Limited

Date: June 22, 2022 Place: Ahmedabad

Registered Office:

GF/ Q, Mondel Square Opp. Prahladnagar Garden, S.G. Highway, Ahmedabad, Gujarat 380015 CIN: L74110GJ2000PLC037472 E-mail Id.: <u>cs@kushallimited.com</u> Website: <u>www.kushallimited.com</u> Yogeshkumar Patel Managing Director DIN: 03504954

NOTES:

- 1. The Explanatory Statements and reasons for the proposed Ordinary Resolution pursuant to Section 102 read with Section 110 of the Act setting out material facts are appended herein below.
- 2. The Company has appointed M/s. Yash Mehta & Associates, Practicing Company Secretaries, Ahmedabad (COP: 16535), to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.
- 3. In compliance with the MCA Circulars, the Notice is being sent by electronic mode alone to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company / Depositories as on Friday, 24th June, 2022, and whose e-mail IDs are registered with the Company / Depositories. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No.11.
- 4. As per the MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
- 5. In compliance with provisions of Section 108 and Section 110 and other applicable provisions, of the Act read with the Management Rules, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the Company has entered into an agreement with National Securities and Depository Limited (NSDL) for facilitating e-voting to enable the Members to cast their votes electronically.
- 6. Members may please note that the Postal Ballot Notice will also be available on the Company's website at <u>www.kushallimited.com</u>, websites of the Stock Exchanges i.e. BSE Limited (BSE) at <u>www.bseindia.com</u> and on the website of NSDL at <u>https://nsdl.co.in/</u>.
- 7. All the material documents referred to Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on <u>cs@kushallimited.com</u>.
- 8. The Notice is being sent to all the Members, whose names appear in the Register of Members / List of Beneficial Owners as received from NSDL and Central Depository Services (India) Limited (CDSL) as on Friday, 24th June, 2022. The Members, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, 24th June, 2022, being the cut-off date, are entitled to vote on the Resolution set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.
- 9. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, 24th June, 2022, being the cut-off date fixed for the purpose.
- 10. The voting period will commence from Wednesday, 29th June, 2022, IST at 9.00 a.m. and end on Friday, 29th July, 2022, IST at 5.00 p.m. The e-voting module shall be disabled by NSDL for voting thereafter.
- 11. Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company at <u>cs@kushallimited.com</u> along with the copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to cs@kushallimited.com.
- 12. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the results of the e-voting by Postal Ballot will be announced on or before Sunday, 31st July, 2022 at the Registered Office of the Company at GF/ Q, Mondel Square Opp. Prahladnagar Garden, S.G. Highway, Ahmedabad, Gujarat 380015.
- 13. The Resolutions, if passed by requisite majority shall be deemed to have been passed on Friday, 29th July, 2022, being the last date specified by the Company for e-voting.
- 14. The declared results along with the report of the scrutinizer shall be forwarded to the BSE and shall be uploaded on the website of the Company i.e. <u>www.kushallimited.com</u>, website of NSDL i.e. <u>https://nsdl.co.in/</u>.
- 15. The instructions for Members for e-voting are as under:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	 Existing IDeAS user can visit the e-Services website of NSDL Viz. <u>https://eservices.nsdl.com</u> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	 If you are not registered for IDeAS e-Services, option to register is available at <u>https://eservices.nsdl.com</u>. Select "Register Online for IDeAS Portal" or click at <u>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</u>
	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	4. Shareholders/Members can also download NSDL Mobile App " NSDL Speede " facility by scanning the QR code mentioned below for seamless voting experience.
	NSDL Mobile App is available on App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	 Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <u>https://web.cdslindia.com/myeasi/home/login</u> or <u>www.cdslindia.com</u> and click on New System Myeasi.
	 After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.
	 If the user is not registered for Easi/Easiest, option to register is available at <u>https://web.cdslindia.com/myeasi/Registration/EasiRegistratio</u> <u>n</u>
	4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <u>www.cdslindia.com</u> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <u>evoting@nsdl.co.in</u> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <u>helpdesk.evoting@cdslindia.com</u> or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <u>https://www.evoting.nsdl.com/</u> either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- 4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************ then your user ID is 12*********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- 5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at <u>evoting@nsdl.co.in</u> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to kshahcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of <u>www.evoting.nsdl.com</u> or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Nipul Shah at <u>evoting@nsdl.co.in</u>

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- 1. In case shares are held in physical mode please provide 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 <u>cs@kushallimited.com</u>
- 2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to <u>cs@kushallimited.com</u>. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
- 3. Alternatively shareholder/members may send a request to <u>evoting@nsdl.co.in</u> for procuring user id and password for e-voting by providing above mentioned documents.
- 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

By Order of the Board of Directors For Kushal Limited

> Yogeshkumar Patel Managing Director DIN: 03504954

Date: June 22, 2022 Place: Ahmedabad

Registered Office:

GF/ Q, Mondel Square Opp. Prahladnagar Garden, S.G. Highway, Ahmedabad, Gujarat 380015 CIN: L74110GJ2000PLC037472 E-mail Id.: <u>cs@kushallimited.com</u> Website: <u>www.kushallimited.com</u>

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1 TO APPROVE APPOINTMENT M/S. PRAKASH B. SHETH & CO., CHARTERED ACCOUNTANTS (FRN NO. 108069W) AS STATUTORY AUDITOR TO FILL THE CASUAL VACANCY CAUSED DUE TO RESIGNATION OF M/S. S. V. SOJITRA & CO. CHARTERED ACCOUNTANTS, (FRN: 139013W)

M/s. S. V. Sojitra & Co., Chartered Accountants, (FRN: 139013W), who were appointed as Statutory Auditor of the Company by the Members in their 18th Annual General Meeting held on December 10, 2018 for a period from the conclusion of 18th Annual General Meeting till the conclusion of 23rd Annual General Meeting of the Company to be held for the financial year ended on 31st March, 2023. However, they have tendered their resignation from the position of Statutory Auditors vide their letter dated August 14, 2021 due to which a casual vacancy in the office of Statutory Auditor of the Company as envisaged by Section 139(8) of the Companies Act, 2013 ("Act") has been arisen.

Casual vacancy caused by the resignation of statutory auditor can only be filled by the shareholders in General Meeting within 3 (three) months from the date of recommendation of the Board of Directors of the Company.

The Audit Committee in their meeting held on April 15, 2022 have recommended the appointment M/s. Prakash B. Sheth & Co., Chartered Accountants (FRN 108069W) as Statutory Auditors of the Company to fill up the casual vacancy caused by resignation of M/s. S. V. Sojitra & Co., Chartered Accountants, (FRN: 139013W). The Board of Director of the Company in their meeting held on April 15, 2022 has approved and recommended the appointment of M/s. Prakash B. Sheth & Co., Chartered Accountants (FRN 108069W) as Statutory Auditors of the Company to fill the casual vacancy caused by resignation of M/s. S. V. Sojitra & Co., Chartered Accountants, (FRN: 139013W).

M/s. Prakash B. Sheth & Co., Chartered Accountants (FRN 108069W) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

The Board Commends the Ordinary Resolution set out in the accompanying Notice for the approval by the Members. .

None of the Directors, Key Managerial Personnel of the Company and their relatives is in any way concerned or interested, financially or otherwise in the Resolution.

By Order of the Board of Directors For Kushal Limited

Yogeshkumar Patel

Date: June 22, 2022 Place: Ahmedabad

> Managing Director DIN: 03504954

Registered Office:

GF/ Q, Mondel Square Opp. Prahladnagar Garden, S.G. Highway, Ahmedabad, Gujarat 380015 CIN: L74110GJ2000PLC037472 E-mail Id.: <u>cs@kushallimited.com</u> Website: www.kushallimited.com