April 17, 2020

To,
The Deputy Manager
Department of Corporate Services,
BSE Limited, Floor 25,
P. J. Towers, Dalal Street,
Fort, Mumbai- 400001

Scrip Code: 540725

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

Dear Sir,

In terms of Regulation 30 of SEBI (LODR) Regulations, 2015, we hereby enclose a copy of Postal Ballot Notice and Postal Ballot form for obtaining the consent of members w.r.t shifting of registered office of the Company from the State of Uttar Pradesh to the State of Gujarat and alteration in situation clause of Memorandum of Association.

The Postal Ballot Notice along with other documents as required, shall be sent to members whose names appear in Records of Depositories i.e. NSDL and CDSL as on closing hours of April 17, 2020 i.e. cut-off date, seeking approval of members by way of special resolution for the aforementioned shift in registered office of the Company.

The Company has engaged the services of CDSL for the purpose of providing e-voting facility to its members. The voting through postal ballot and e-voting will commence from Tuesday, 21.04.2020 at 9.00 A.M. (IST) and end on Wednesday 20.05.2020 at 5.00 P.M. (IST).

You are requested to take note of above on your records.

Thanking you,

Yours faithfully,

For Share India Securities Limited
Sd/-
Vikas Aggarwal
Company Secretary & Compliance Officer
M. No:- FCS 5512
Contact No: 9971199700
POSTAL BALLOT NOTICE

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

Dear Members,

Notice is hereby given pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification, amendment or re-enactment thereof for the time being in force) and pursuant to other applicable laws and regulations, that the resolution appended herewith is proposed to be passed by the Members as special resolution through postal ballot/electronic voting (remote e-voting).

The explanatory statement pursuant to Section 102 of the Companies Act, 2013 pertaining to the appended resolution setting out the material facts and the reasons thereof is annexed hereto along with a postal ballot form for your consideration.

The Board of Directors of the Company has appointed Mr. Ravi Shankar, Practicing Company Secretary of M/s Ravi Shankar & Associates, having CoP No. 18568, as the Scrutinizer for conducting the postal ballot process (including e-voting process) in a fair and transparent manner. Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed.

The duly completed Postal Ballot Form(s) should reach the Scrutinizer at his address at B – 2 & 3, Ashish Commercial Complex, Plot No.- 3, LSC, New Rajdhani Enclave, VikasMarg, Delhi – 110092 not later than 05:00 P.M on 20.05.2020 otherwise it will be strictly treated as if reply from the members has not been received.

The Scrutinizer will submit his report to the Chairman or any person duly authorised by him on 21.05.2020. The result of postal ballot shall be declared on 22.05.2020 at the company's registered office. The last date of the receipt of the postal ballot i.e., 20.05.2020 shall be deemed to be the date of passing of the said resolution.

In addition to the results being communicated to the BSE Limited, it shall also be displayed at the Company's website at www.shareindia.com.
SPECIAL BUSINESS

ITEM NO.1

SHIFTING OF REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF UTTAR PRADESH TO THE STATE OF GUJARAT AND ALTERATION IN SITUATION CLAUSE OF MEMORANDUM OF ASSOCIATION

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

“RESOLVED THAT pursuant to the provisions of Section 12, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or reenactment(s) thereof for the time being in force) and subject to the approval of the Central Government (power delegated to Regional Director) and/or any other authority(ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the said Act or under any other law for the time being in force, consent of the members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the State of Uttar Pradesh to the State of Gujarat and that Clause II of the Memorandum of Association of the Company be substituted with the following clause:

II. The Registered Office of the Company will be situated in the State of Gujarat.

RESOLVED FURTHER THAT Mr. Parveen Gupta, Chairman & Managing Director, Mr. Sachin Gupta, CEO & Whole-Time Director, Mr. Rajesh Gupta, Director, Mr. Vijay Kumar Rana, CFO and Mr. Vikas Aggarwal, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized on behalf of the Company to make any modifications, changes, variations, alterations or revisions stipulated by any authority, while according approval, consent as may be considered necessary and to appoint counsels/consultant and advisors, file applications/petitions, issue notices, advertisements, obtain orders for shifting of Registered Office from the authorities concerned and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary to give effect to the above resolution and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

For and on behalf of the Board of Directors
Share India Securities Limited

Mr. Vikas Aggarwal
Company Secretary & Compliance Officer

Date: 17.04.2020
Place: Sahibabad

Membership No.: FCS 5512
Address: 1/10101, Gali No. 3K, West Gorakh Park, Shahdara, Delhi-110032
a) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.

b) In terms of Section 110 of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, the items of business as set out in the Notice are sought to be passed by Postal Ballot.

c) Mr. Ravi Shankar, Practicing Company Secretary of M/s. Ravi Shankar & Associates has been appointed as Scrutinizer for conducting the Postal Ballot in accordance with the law in a fair and transparent manner.

d) This notice is being sent to all the members, whose names appear in the Records of National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) (“Depositories”) as on the close of working hours on 17.04.2020 i.e. "the cut-off date". Voting Rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date. The Postal Ballot Notice is sent electronically to all the shareholders who have registered their email address with the Company/Depositories and to other shareholders by Registered Post / Courier. Any person who is not a Member as on the said cut-off date should treat this Notice for information purposes only.

e) In support of the “Green Initiative” members of the Company are requested to register their e-mail I’d with Company by making a specific request quoting their Folio No./Client ID & DP ID to the Company or to Registrar and Transfer Agent (RTA).

f) The Postal Ballot form together with the self-addressed, postage prepaid envelope is enclosed for the use of the members. Please read carefully the instructions printed on the enclosed Postal Ballot form before exercising your vote and return the same duly completed, signifying your assent/dissent, in the attached self-addressed, postage prepaid envelope, so as to reach the Scrutinizer on or before 05:00 P.M on 20.05.2020.

g) The shareholders are requested to exercise their voting rights by using the attached original Postal Ballot form only.

h) All the members are requested to notify any correction/change in their name/address including PIN Code number immediately to the Depository participant. In the event of non-availability of Member’s latest address either in Company’s record or in Depository Participant’s records, members are likely to miss notices and other valuable correspondence sent by the Company.

i) Members are requested to kindly mention their DP ID and Client Id number in all their correspondence with the Company’s Registrar in order to reply to their queries promptly.

j) In case any of the members has not received the Postal Ballot Form, they may apply to the Company and obtain a duplicate Postal Ballot Form.

k) The Scrutinizer will submit his report of the votes polled through Postal Ballot which includes voting through electronic means to the Chairman or any person duly authorised by him. The Chairman will, or in his absence, any Director duly authorised by the Chairman, will announce the results of Voting by Postal Ballot on 22.05.2020. The resolution will be taken as passed effectively on the last date of receipt of the Postal ballot from the shareholders. The Scrutinizer’s decision on the validity of the votes cast through Postal Ballot shall be final. The Results along with Scrutinizer’s Report of the Postal Ballot will be displayed at the Registered Office, placed on the Website of the Company i.e www.shareindia.com and on the website of CDSL and shall simultaneously be intimated to the Stock Exchanges on which the shares of the Company are listed.
l) Contact details of the person responsible to address the queries/grievances connected with the voting by Postal Ballot including voting by electronic means are as under:

<table>
<thead>
<tr>
<th>Company</th>
<th>Registrar and Share Transfer Agent</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mr. Vikas Aggarwal</td>
<td>M/s Bigshare Services Private Limited</td>
</tr>
<tr>
<td>Company Secretary &amp; Compliance Officer</td>
<td>Tel- 011 2352 2373</td>
</tr>
<tr>
<td>Tel: 011-43011000</td>
<td>E-mail: <a href="http://www.bigshareonline.com">www.bigshareonline.com</a></td>
</tr>
<tr>
<td>E-mail: <a href="mailto:vikas_cs@shareindia.com">vikas_cs@shareindia.com</a></td>
<td></td>
</tr>
</tbody>
</table>

m) In this Notice and the statement of material facts, the term “shareholder(s)” and “member(s)” are used interchangeably.

n) All documents referred to in this postal ballot notice, Explanatory Statement setting out material facts are open for inspection by the members at the Registered Office of the Company between 11.00 a.m. to 05.00 p.m. on all working days.

o) Voting Through Electronic Means

1. In compliance with Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company is pleased to offer remote e-Voting facility to its shareholders to vote on the resolution, in addition to dispatch of Postal Ballot. For this purpose, the Company has entered into an agreement with CSDL (Central Depository Services Limited) for facilitating remote e-voting to enable the Shareholders to cast their votes electronically instead of dispatching Postal Ballot Form.

2. E-Voting is optional- The Members can opt for only one mode of voting, i.e., either by physical ballot or 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 Form will be treated as invalid.

THE PROCEDURE AND INSTRUCTIONS FOR E-VOTING ARE AS UNDER:

Members are requested to follow the instructions below to cast their vote through E-Voting.

The voting period begins on Tuesday, 21.04.2020 at 9.00 A.M. (IST) and ends on Wednesday 20.05.2020 at 5.00 P.M. (IST). During this period, shareholders of the Company, as on cut-off date i.e. 17.04.2020 cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

(i) The shareholders should log on to the e-voting website www.evotingindia.com.
(ii) Click on “Shareholders / Members” Tab
(iii) Now, select the "SHARE INDIA SECURITIES LIMITED" from the drop down menu and click on "SUBMIT"
(iv) 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
(v) Next enter the Image Verification as displayed and Click on Login.
(vi) 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.
(vii) If you are a first time user follow the steps given below:
    a. Enter your 10 digit alpha-numeric PAN issued by Income Tax Department
       • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
       • In case the sequence 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 Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

b. Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account in order to login.

- If both the details are not recorded with the depository please enter the member id in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on “SUBMIT” tab.

(ix) 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 resolution 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.

(x) Click on the EVSN for the relevant SHARE INDIA SECURITIES LIMITID on which you choose to vote.

(xi) 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.

(xii) Click on the “RESOLUTION FILE LINK” if you wish to view the entire Resolution details.

(xiii) 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.

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

(xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xvi) If a demat account holder has forgotten the changed 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.

(xvii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) 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 Corporates.

- 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.

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.
EXPLANATORY STATEMENT
(Pursuant to the Provisions of Section 102 of the Companies Act, 2013)

Item No. 1

With a view to operational convenience, the shifting of Registered Office from the State of Uttar Pradesh to the State of Gujarat is in the best interest of the Company, shareholders and all concerned parties and will not be detrimental to the interest of members of the public, shareholders, creditors or employees, in any manner whatsoever.

Pursuant to the provisions of Section 12, 13, 110 and all other applicable provisions, if any, of the Act read with applicable Rules and Regulations made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), shifting of the Registered Office from one State to another and alteration of Clause II of the Memorandum of Association (the “MOA”) of the Company requires the approval of the members of the Company by means of a Special Resolution through Postal Ballot/e-voting and approval of the Central Government (power delegated to Regional Director).

In light of the above facts, the approval of the members is sought through Postal Ballot/e-voting for shifting of the Registered Office of the Company from the State of Uttar Pradesh to the State of Gujarat and consequently for altering Clause II of the MOA.

Copy of the existing MOA, copy indicating the proposed amendments and other allied documents, if any, being referred in this resolution would be available for inspection by the members, at the Registered Office of the Company during 11.00 A.M to 1.00 P.M. on all working days (Monday to Friday), up to and including the last date of voting through Postal Ballot/e-voting.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding, if any.

The Board recommends the resolution under Item No. 1 for approval of the members as a Special Resolution.

For and on behalf of the Board of Directors
Share India Securities Limited

Mr. Vikas Aggarwal
Company Secretary & Compliance Officer

Date: 17.04.2020
Place: Sahibabad

Membership No.: FCS 5512
Address: 1/10101, Gali No. 3K, West Gorakh Park, Shahdara, Delhi-110032
POSTAL BALLOT FORM

1. Name(s) of Shareholder(s) : 
   (Including Joint holders, if any)

2. Registered address of the Sole/First named Shareholder :

3. Registered DP ID No. and Client ID No. :

4. Number of Equity Share(s) held :

I/We hereby exercise my/our vote in respect of the following resolution to be passed through postal ballot for the special business as stated in the notice dated 17.04.2020 of the Company by sending my/our assent or dissent to the said resolution by placing the tick (√) mark in the appropriate box below:

<table>
<thead>
<tr>
<th>ITEM No.</th>
<th>Brief Particulars of the Resolution</th>
<th>No of Equity Shares held</th>
<th>I/We assent to the Resolution (FOR)*</th>
<th>I/We dissent to the Resolution (AGAINST)*</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Special Resolution for shifting of Registered Office of the company from the State of Uttar Pradesh to the State of Gujarat and Alteration in Situation Clause of Memorandum of Association</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

* The votes should be casted either in favour or against by putting the tick (√) mark in the column provided for assent or dissent. Postal Ballot Form bearing tick marks in both the columns for the same shares will render the Postal Ballot Form invalid.

Place: 
Date: (Signature of Shareholder)

Note:
- Please read the instructions printed overleaf carefully (including e-voting instructions) before exercising your vote.
- If the voting rights are exercised electronically, there is no need to use this form.
- Last date for receipt of Postal Ballot Form by Scrutinizer is on or before 5.00 P.M on 20.05.2020.

Please note that any Postal Ballot Form (s) received after the said date and time will be strictly treated as if reply from the Member has not received.

E-VOTING PARTICULARS

<table>
<thead>
<tr>
<th>EVSN (Electronic Voting Sequence Number)</th>
<th>User ID</th>
<th>Password</th>
</tr>
</thead>
<tbody>
<tr>
<td>200416001</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
INSTRUCTIONS

1. A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed business reply envelope. Further, envelopes containing Postal Ballot Form, if sent by courier or by registered post at the expense of the shareholder will also be accepted.

2. The self-addressed envelope bears the address of the Scrutinizer appointed by the board of directors of the Company.

3. This Postal Ballot Form should be completed and signed by the shareholder as per the specimen signature registered with the Company or the Depository Participant. In case of joint holding, this Postal Ballot Form should be completed and signed by the first named shareholder and in his absence, by the next named joint shareholder.

4. There will be only one Postal Ballot Form for every DP ID and Client ID irrespective of number of joint holders.

5. Unsigned, incorrectly signed or incomplete Postal Ballot Forms will be rejected.

6. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 05:00P.M on 20.05.2020. Postal Ballot Forms received after this date will be treated as if the reply from the shareholder has not been received and the same will not be considered for the purpose of postal ballot.

7. Voting rights shall be reckoned on the basis of number of shares registered in the name of the shareholders as on 17.04.2020.

8. Postal Ballot Forms signed in the representative capacity must be accompanied by the requisite certified true copy of power of attorney/ resolution of board of directors of the corporate shareholder being represented. If the same is/ are already registered with the Company, please quote the registration no. beneath the signature.

9. Shareholder desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form (no other form or photocopy thereof is permitted)

10. The result of the postal ballot will be displayed at the Registered Office, uploaded on the Company's website www.shareindia.com and communicated to the stock exchanges where the Company's shares are listed.

11. The Scrutinizer's decision on the validity of a postal ballot will be final.

12. For instructions related e-voting please refer page no.04 and 05 of Notice dated 17.04.2020.

13. A Shareholder may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot form should reach the Scrutinizer not later than the last date of receipt of the Postal Ballot Form, i.e., 20.05.2020.