



GRETEX CORPORATE SERVICES LIMITED

A-401, Floor 4th, Plot FP-616, (PT), Naman Midtown, Senapati Bapat Marg,
Near Indiabulls, Dadar (West), Mumbai – 400013

Website: www.gretexcorporate.com, Email ID: info@gretexgroup.com

Contact No.: 022 69308500
CIN: L74999MH2008PLC288128

February 17, 2025

To,
The Manager,
Listing Department,
BSE Limited
P. J. Tower, Dalal Street,
Fort, Mumbai - 400001

Dear Sir / Madam,

Scrip Code: 543324

Sub: Postal Ballot Notice – Disclosure under Regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Postal Ballot Notice dated February 14, 2025 together with the Explanatory Statement and instructions for remote e-voting, seeking approval of the Members of the Company for the following business:

Sr. No.	Description of Resolution	Type of Resolution
1.	To consider and adopt Increase in Authorised Share Capital of the Company to Rs. 24,20,00,000/- and consequent amendment to the capital clause of the Memorandum of Association of the Company	Ordinary Resolution
2.	To issue fully paid-up bonus equity shares to the equity shareholders of the Company, by capitalization of reserves	Ordinary Resolution

This postal ballot notice is being sent through electronic mode to all the shareholders as on the cut-off date i.e. 14/02/2025, who have registered their email id with their depository and physical copy of postal ballot notice will be sent to those shareholders whose email id is not registered and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date.

The Company has engaged the services of Bigshare i-vote E-Voting system to provide remote e-voting facility to its members. The remote e-voting period commences from 9.00 A.M. (IST) on 19/02/2025 and ends at 5.00 P.M. (IST) on 20/03/2025. The e-voting module shall be disabled by Bigshare i-vote E-Voting system thereafter.

Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date.

This Postal Ballot Notice will also be available on the Company's website <https://gretexcorporate.com/>, websites of the Stock Exchange i.e. BSE at www.bseindia.com.

Attached herewith is the Calendar of Events and the Postal Ballot Notice along with Form for reference.

You are requested to take the above information on your record and oblige.

Thanking you,
Yours faithfully,

For Gretex Corporate Services Limited

Alok Harlalka
Managing Director
DIN: 02486575

Place: Mumbai



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CALENDER OF EVENTS

Sr. No	Events	Date
1	Date on which the Scrutinizer consent received	13/02/2025
2	Date of Board Resolution for Postal Ballot and appointment of Scrutinizer	14/02/2025
4	Cut-off date for determining list of shareholders who is eligible to participate in voting through postal ballot	14/02/2025
5	Submission of copy of postal ballot notice to stock exchange and placing the same on the website of the Company	17/02/2025
6	Commencing the dispatch of the notice of postal ballot (email and physical) along with the postal ballot form to the members of the Company	17/02/2025
7	Tentative Date of completion of dispatch of postal ballot notice along with postal ballot forms via email	17/02/2025
8	Date of publishing the advertisement in newspaper for postal ballot	18/02/2025
9	Date of Commencement of Voting	19/02/2025
10	Date of end of Voting	20/03/2025
11	Tentative date of submission of the report on voting by the scrutinizer	21/03/2025
12	Tentative date of declaration of the result of voting by the chairman or any other director authorized by the board	21/03/2025
13	Tentative date of intimation to stock Exchange of voting results and placing the same on website of the company	21/03/2025

For Gretex Corporate Services Limited

Alok Harlalka
Managing Director
DIN: 02486575

Place: Mumbai



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POSTAL BALLOT NOTICE

**Pursuant to section 110 of the Companies Act, 2013 read with the
Companies (Management and Administration) Rules, 2014**

**To,
The Members of
Gretex Corporate Services Limited**

NOTICE is hereby given pursuant to Sections 108 and 110 of the Companies Act, 2013, (“Act”) read with the Companies (Management and Administration Rules), 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) (“the Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India (“SS -2”), and any other applicable laws and regulations, that the resolutions appended below is proposed to be passed by way of postal ballot. The draft resolutions and the statement pursuant to section 102 of the Act setting out all the material facts and reasons for the proposal appended hereto is being sent to you for your consideration.

In the event draft resolutions as set out in notice are assented to by the requisite majority by means of E-voting, they shall be deemed to have been passed as Special Business at an Extraordinary General Meeting.

The Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons for proposing the same is annexed hereto along with the Postal Ballot Form (“the Form”) for your consideration and approval.

The Board of Directors has appointed:

1. Mr. Pratik S Ghundiya, Proprietor of P. S. Ghundiya & Associates, Practicing Company Secretary as the Scrutinizer (“Scrutinizer”) for conducting the postal ballot voting process in a fair and transparent manner, and;
2. **Bigshare Services Private Limited** to provide e-voting facility through its Bigshare i-vote E-Voting system for the postal ballot.

The Members shall take a note that the Postal Ballot notice is being sent through E-mail to all the shareholders as on the cut-off date i.e, 14/02/2025, who have registered their email id with their depository and those shareholders who have not registered their email address will receive physical copy of postal ballot notice.

In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company is providing e-voting facility to its members, details of which are given in notes forming part of the notice. Reference to postal ballot(s) in this notice includes voting through electronic means.

After completion of scrutiny of the votes, the Scrutinizer will submit his report to the Board or a person authorized by the Board. The results of Postal Ballot shall be declared as per the statutory timelines. The results along with the Scrutinizer’s report will also be posted on website of the Company.

For Gretex Corporate Services Limited

**Alok Harlalka
Managing Director
DIN: 02486575**

Date: 14/02/2025
Place: Mumbai



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The resolution for the purpose as stated proposed to be passed by E- voting

SPECIAL BUSINESS:

ITEM NO. 1 - TO CONSIDER AND ADOPT INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY TO RS. 24,20,00,000/- AND CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To Consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

“RESOLVED THAT in accordance with the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹13,00,00,000/- (Rupees Thirteen Crores only) divided into 1,30,00,000 (One Crore Thirty Lakhs) equity shares of face value of ₹ 10/- (Rupees Ten only) each to ₹ 24,20,00,000/- (Rupees Twenty Four Crores Twenty Lakhs only) by creation of additional 1,12,00,000 (One Crore Twelve Lakhs) equity shares of face value of ₹ 10/- (Rupees Ten only) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted by the following as new Clause V:

“V. The Authorised Share Capital of the Company is ₹ 24,20,00,000/- (Rupees Twenty Four Crores Twenty Lakhs only) divided into 2,42,00,000 (Two Crore Forty Two Lakhs) equity shares of face value of ₹ 10/- (Rupees Ten only) each.”

RESOLVED FURTHER THAT any Director or Company Secretary be and are hereby severally authorized to certify a copy of this resolution and issue the same to all concerned parties and to sign, execute and file all the necessary documents, applications and returns and to do all such acts, deeds, matters and things as may be considered necessary, proper or desirable for the purpose of giving effect to the aforesaid resolution including filing of necessary forms with the Registrar of Companies”

ITEM NO. 2 - TO ISSUE FULLY PAID-UP BONUS EQUITY SHARES TO THE EQUITY SHAREHOLDERS OF THE COMPANY, BY CAPITALIZATION OF RESERVES

To Consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

“RESOLVED THAT in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Foreign Exchange Management Act, 1999 (“FEMA”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI from time to time, the Articles of Association of the Company and subject to such approvals as may be necessary, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘Board’, which term shall include any duly constituted committee empowered by the Board to exercise its powers including powers conferred under this resolution) for capitalisation of such sum standing to the credit of securities premium received in cash and / or general reserve and / or retained earnings of the Company, as may be considered appropriate for the purpose of issue and allotment of bonus equity shares of face value of ₹ 10/- (Rupees Ten only) each credited as fully paid-up to eligible members of the Company holding equity shares of face value of ₹ 10/- (Rupees Ten only) each, including warrant holders holding convertible warrants yet to be converted into equity shares, whose names appear in the Register of Members / Register of Beneficial Owners on a ‘Record Date’ to be determined by the Board for this purpose, in the proportion of 10:9 i.e., Nine (9) new fully paid-up equity share of face value of ₹ 10/- (Rupees Ten only) each for every Ten (10) existing fully paid-up equity share of face value of ₹ 10/- (Rupees Ten only) each held by them (including existing convertible warrants not yet due for conversion) and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such member;



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RESOLVED FURTHER THAT the bonus equity shares so allotted shall rank pari passu in all respects with the fully paidup equity shares of the Company and that no members shall be entitled to a fraction of an equity shares as a result of implementation of this resolution and no certificate or coupon or cash shall be issued for fraction of equity shares and the bonus shares shall be rounded off to the lower integer and that all fractions of bonus equity shares shall be ignored and accordingly the number of issuance of bonus shares may be reduced as existing on the Record Date;

RESOLVED FURTHER THAT the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;

RESOLVED FURTHER THAT in accordance with the SEBI (ICDR) Regulations, 2018 the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and with respect to the convertible warrants, the Company shall credit the bonus equity shares to a demat suspense account to hold these shares till such convertible warrants are converted into equity shares;

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to Non-Resident Members, Foreign Portfolio Investors / Foreign Institutional Investors and other Foreign Investors, shall be subject to the approval, if any, of RBI under the FEMA or any other regulatory authority;

RESOLVED FURTHER THAT the Managing Director, Whole Time Director and Company Secretary of the Company be and are hereby severally authorised to take necessary steps for listing and trading of such bonus equity shares on the Stock Exchanges where the equity shares of the Company are presently listed as per the provisions of the Listing Regulations and other applicable regulations, rules and guidelines and to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and provide a certified true copy of this resolution to any government and semi government authorities.”

For Gretex Corporate Services Limited

Alok Harlalka
Managing Director
DIN: 02486575

Date: 14/02/2025

Place: Mumbai



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NOTES

1. Pursuant to Section 102 of the Act, the Explanatory Statement setting out material facts and reasons relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto.
2. The Postal Ballot Notice is being sent electronically to all shareholders who have registered their email id with the Depository Participant / Share Transfer Agent. For members whose email IDs are not registered, physical copies of Postal Ballot Notice are being sent by permitted mode. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.gretexcporate.com, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, and on the website of Bigshare Service Pvt. Ltd. at <https://www.bigshareonline.com/>.
3. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s).
4. In accordance with the provisions of the MCA Circulars, Shareholders can vote only through the remote e-voting process. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to shareholders for this Postal Ballot.
5. The Postal Ballot Notice is being sent to the members whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited as on cut-off date i.e. 14/02/2025.
6. A member cannot exercise his vote by proxy on Postal Ballot.
7. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the members. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of the shareholders as on Friday, February 14, 2025. A person who is not a shareholder on the relevant date should treat this notice for information purpose only.
8. The shareholders are requested to exercise their voting rights through e-voting only.
9. The result of the postal ballot will be displayed on the Notice Board of the Company at its Registered Office, besides being communicated to the Stock Exchanges. The results will also be displayed on the website of the Company i.e. <https://gretexcporate.com/>.
10. Any queries / grievances pertaining to voting by postal ballot can be addressed to Company Secretary & Compliance Officer of the Company by sending an e-mail at info@gretexgroup.com.
11. Resolutions passed by Members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members. The resolution, if passed by the requisite majority, shall be deemed to have been passed on Thursday, March 20, 2025 i.e., the last date specified for receipt of votes through the e-voting process.
12. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to info@gretexgroup.com.



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Instructions

Bigshare i-Vote E-Voting System

E-VOTING INTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

- i. The voting period begins on 19/02/2025 and ends on 20/03/2025. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 14/02/2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iii. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration



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	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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 able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
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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 helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
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 evoting@nsdl.com or call at 022- 48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
 - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.



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- Shareholder can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “REGISTER” under “CUSTODIAN LOGIN”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “User id and password will be sent via email on your registered email id”.
NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on ‘LOGIN’ under ‘CUSTODIAN LOGIN’ tab and further Click on ‘Forgot your password?’
- Enter “User ID” and “Registered email ID” Click on I AM NOT A ROBOT (CAPTCHA) option and click on ‘RESET’.
(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “DOCUMENTS” option on custodian portal.
 - Click on “DOCUMENT TYPE” dropdown option and select document type power of attorney (POA).
 - Click on upload document “CHOOSE FILE” and upload power of attorney (POA) or board resolution for respective investor and click on “UPLOAD”.
- Note:** The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)
- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “VOTE FILE UPLOAD” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “UPLOAD”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholders other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338



GRETEX CORPORATE SERVICES LIMITED

A-401, Floor 4th, Plot FP-616, (PT), Naman Midtown, Senapati Bapat Marg,
Near Indiabulls, Dadar (West), Mumbai – 400013

Website: www.gretexcorporate.com, Email ID: info@gretexgroup.com

Contact No.: 022 69308500

CIN: L74999MH2008PLC288128

EXPLANATORY STATEMENT

(Pursuant to provisions of Section 102 and Section 110 of The Companies Act, 2013)

ITEM NO. 1- TO CONSIDER AND ADOPT INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY TO RS. 24,20,00,000/- AND CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

Presently, the Authorised Share Capital of the Company is ₹13,00,00,000/- (Rupees Thirteen Crores only) divided into 1,30,00,000 (One Crore Thirty Lakhs) equity shares of face value of ₹ 10/- (Rupees Ten only) each. With the issue of bonus shares as per Item No. 2 below, the paidup share capital of the Company would increase to ₹ 22,63,95,360/-. Considering the size and operations of the Company and in order to facilitate any further capital issuances, the Board of Directors at its meeting held on February 14, 2025, have recommended to increase the Authorised Share Capital to ₹ 24,20,00,000/- (Rupees Twenty Four Crores Twenty Lakhs only) by creation of additional 1,12,00,000 (One Crore Twelve Lakhs) equity shares of face value of ₹ 10/- (Rupees Ten only).

The increase in the Authorised Share Capital as aforesaid would require consequential alteration to the existing Clause V of the Memorandum of Association of the Company. The increase in the Authorised Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company requires members' approval in terms of Sections 13 and 61 of the Companies Act, 2013.

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

The Board recommends the ordinary resolution as set forth in item no. 1 of the Notice for approval of members.

ITEM NO. 2 - TO ISSUE FULLY PAID-UP BONUS EQUITY SHARES TO THE EQUITY SHAREHOLDERS OF THE COMPANY, BY CAPITALIZATION OF RESERVES

With a view to encourage the participation of small investors by making equity shares of the Company affordable, increasing the liquidity of the equity shares and to expand the retail shareholder base the Board of Directors at its meeting held on February 14, 2025, have recommended issue of bonus equity shares of face value of ₹ 10/- (Rupees Ten only) each credited as fully paid-up to eligible members of the Company (including existing convertible warrants not yet due for conversion) in the proportion of 10:9 i.e., 9 (Nine) new fully paidup equity share of face value of ₹ 10/- (Rupees Ten only) each for every 10 (Ten) existing fully paid-up equity share of face value of ₹ 10/- (Rupees Ten only) each as on the record date to be determined by the Company.

Article 38 of the Articles of Association of the Company permits capitalisation of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts (including securities premium account and capital redemption reserve account), or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares.

Issue of bonus equity shares requires members' approval in terms of Section 63 of the Companies Act, 2013 and other applicable statutory and regulatory approvals. All fractions of bonus equity shares shall be ignored and accordingly the number of issuance of bonus shares may be reduced.

Accordingly, approval of members is sought for passing the ordinary resolution set out at Item No. 2 of this Postal Ballot Notice.



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Members are requested to note that in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only.

With respect to the bonus shares of warrant holders holding convertible warrants not yet due for consideration, the said bonus shares shall be credited in dematerialised form to a demat suspense account to hold these shares till they are credited to the beneficiary accounts of the respective warrant holders on conversion of such warrants in the equity shares of face value of ₹ 10/- (Rupees Ten only) each. The voting rights on the bonus equity shares held in the demat suspense account, shall remain frozen.

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

The Board recommends the special resolution as set forth in item no. 2 of the Notice for approval of members.

For Gretex Corporate Services Limited

Alok Harlalka
Managing Director
DIN: 02486575

Date: 14/02/2025
Place: Mumbai