



## SELLWIN TRADERS LIMITED

**Registered Office:**

126/B Old China Bazar Street  
Kolkata 700001  
Tele. No. +913322313974; CIN L51909WB1980PLC033018  
Website:www.sellwinindia.com;E-mail: selltl\_1980@yahoo.co.in

**Corporate Office:**

302, Priviera, Naherunagar Circle, Near Bank of Baroda,  
Ahmedabad-380015, Contact No. +91 9714787932

### NOTICE OF POSTAL BALLOT

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 the Companies (Management and Administration) Rules, 2014]**

Dear Member(s),

**Notice** is hereby given that the resolution as set out below is proposed to be passed by the members of Sellwin Traders Limited ("**the Company**") by means of Postal Ballot, only by way of remote e-voting process ("**e-voting**"), pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("**the Act**"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") and all other applicable provisions, if any, of the Act and the Rules made thereunder read with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 various subsequent circulars, read with General Circular No. 09/2023 dated 25th September, 2023 (collectively referred to as ('MCA Circulars'), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with the equity listing agreement executed with the stock exchange on which the equity shares of the Company are listed, for seeking approval of the shareholders by way of ordinary/special resolutions (as indicated) for matters as considered in the Resolutions appended below through remote e-voting process.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Shareholders 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 and login ID and password for remote e-voting. The communication of the assent or dissent of the Shareholders would only take place through the remote e-voting system. In compliance with the requirements of the above circular hard copy of the Postal Ballot Notice along with Postal Ballot Forms will not be sent to shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The Statement pursuant to Section 102(1) and all other applicable provisions, if any, of the Act read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors of the Company have appointed Mr. Suhas Bhattbhatt, Practicing Company Secretary, (Membership No. 11975, C.O.P. No. 10427), as Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a true, fair and transparent manner and he has communicated his willingness for his appointment and will be available for the said purpose. The Scrutinizer's decision on the validity of the remote e- voting shall be final.



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The remote e-voting period commences from 9.00 a.m. (IST) on Thursday, January 11, 2024, and ends at 05.00 pm. (IST) on Friday, February 9, 2024. The Scrutiniser will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the agency to provide e-voting facility. In accordance with the MCA Circulars, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their votes electronically not later than 05:00 pm. IST on Friday, February 9, 2024 (the last day to cast vote electronically) to be eligible for being considered.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman and/or Managing Directors of the Company or any person authorized by the Board. The results of the E-voting shall be declared within two working days from the conclusion of remote e-voting and the same, along with the Scrutiniser's Report, will be placed on the website of the Company at www.sellwinindia.com and will also be communicated to the Stock Exchange and Central Depository Services (India) Limited ("CDSL").

**SPECIAL BUSINESSES:**

**Resolution No. 1**

**INCREASE IN THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and 64 and other applicable provisions, if any, of the Companies Act, 2013, and the rules issued there under (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company, Consent of the members be and are hereby accorded to increase the Authorised Share Capital of the Company from ₹8,20,00,000/- (Rupees Eight Crore Twenty lakhs Only) divided into 82,00,000 (Eighty Two Lakhs) Equity Shares to ₹45,00,00,000/- (Rupees Forty Five Crores only) divided into 4,50,00,000 (Four Crore Fifty Lakhs) Equity Shares of ₹10/- each, subject to the approval of the statutory authority.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:



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V. The Authorised Share Capital of the Company is ₹ 45,00,00,000/- (Rupees Forty Five Crore only) divided into 4,50,00,000 (Four Crore Fifty Lakhs) Equity Shares of ₹10/- each.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, any of the Director or Key Managerial Personnel, be and is hereby severally authorised to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable and pay any fees and commission and incur expenses in relation thereto.”

**Resolution No. 2**

**ISSUANCE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS AND MATTERS RELATED THEREWITH**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 23, 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Companies Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of the uniform listing agreement entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed (“Stock Exchange(s)”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), as amended including the SEBI (Issue of Capital And Disclosure Requirements) Regulations, 2018, as amended, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Government of India and subject to the approvals, consents, permissions and/ or actions, as may be required from any other relevant statutory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or, modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the board of directors of the Company (hereinafter referred to as the “Board” which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the members of the Company be and are hereby accorded to create, issue, offer and allot, on a preferential basis, upto 3,68,00,000 (Three Crore Sixty Eight Lakhs) Convertible Warrants (“Warrants”), at a price ₹12.75/- (Twelve Rupees & Seventy Five Paise Only) per Warrant, each convertible into, or exchangeable for, One (01) fully paid-up equity share of the Company having face value of ₹ 10/-



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(Rupees Ten Only) each ("The Equity Shares") at a premium of ₹2.75/- (Two Rupees & Seventy Five Paise Only) per share to persons / entities (Proposed allottees) on a preferential basis, for cash and in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and/or other applicable Laws and on such terms and conditions as the board may, in its absolute discretion think fit and without requiring any further approval or consent from the members, to the below-mentioned Proposed Equity Allottees in the manner as follows:

Sr. No.	Name	No. of Shares Proposed to Be issue	Category of the Proposed Allottes
1	Andhariya Darshan Biharibhai	50,000	Non – Promoter Category
2	Pinakinbhai I Vora	50,000	Non – Promoter Category
3	Samir Ishvarbhai Lashkri	50,000	Non – Promoter Category
4	Sanghvi Jainam Ashwinkumar	10,000	Non – Promoter Category
5	Ashvinbhai Sanghvi	10,000	Non – Promoter Category
6	Sangvi Bhavna A	10,000	Non – Promoter Category
7	Ajay Natvarlal Timania	8,000	Non – Promoter Category
8	Darshit Parasbhai Timania	8,000	Non – Promoter Category
9	Timania Dimple Parasbhai	8,000	Non – Promoter Category
10	Jigna Ajaybhai Timania	8,000	Non – Promoter Category
11	Natavarlal Amrutlal Timania	12,000	Non – Promoter Category
12	Parasbhai Natvarlal Timania	4,000	Non – Promoter Category
13	Shah Nitaben Bharatbhai	20,000	Non – Promoter Category
14	Akash Chandulal Shah (HUF)	20,000	Non – Promoter Category
15	Shah Bharatbhai Himmatlal	20,000	Non – Promoter Category
16	Jignesh Chandulal Shah (HUF)	20,000	Non – Promoter Category
17	Bhavnaven Aravindbhai Jani	25,000	Non – Promoter Category
18	Mayaben Madhavbhai Pateliya	50,000	Non – Promoter Category
19	Ravi B Vithlani	50,000	Non – Promoter Category
20	Waghvani Parth Nareshbhai	50,000	Non – Promoter Category
21	Jani Hitksha	25,000	Non – Promoter Category
22	Prakash Shantilal Gada	1,00,000	Non – Promoter Category
23	Nirmalaben Shantilal Gada	1,00,000	Non – Promoter Category
24	Bharatbhai Jinabhai Kambad	20,000	Non – Promoter Category
25	Nikhil Indulal Vora	50,000	Non – Promoter Category
26	Gangadhar Navnale	1,00,000	Non – Promoter Category
27	Monaben Vipulbhai Langaliya	30,000	Non – Promoter Category
28	Doshi Alpa Ketanbhai	1,00,000	Non – Promoter Category



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29	Doshi Jyosna Navinchandra	1,00,000	Non – Promoter Category
30	Doshi Bhavna Prakashkumar	1,00,000	Non – Promoter Category
31	Sonalben Kalpesh Shah	2,00,000	Non – Promoter Category
32	Het Kalpeshkumar Shah	2,00,000	Non – Promoter Category
33	Jenisha	2,00,000	Non – Promoter Category
34	Shah Amit Bipinchandra	50,000	Non – Promoter Category
35	Jainam Vijaybhai Vora	50,000	Non – Promoter Category
36	Vora Naynaben Vijaybhai	1,00,000	Non – Promoter Category
37	Vijaykumar Nagindas Vora	50,000	Non – Promoter Category
38	Shah Keval C	1,50,000	Non – Promoter Category
39	Harshdrai Shah	50,000	Non – Promoter Category
40	Shah Gaurav Harshad Rai	50,000	Non – Promoter Category
41	Vora Nirali Ben Jinith	10,000	Non – Promoter Category
42	Jayendrabhai Navnitray Gandhi	15,000	Non – Promoter Category
43	Gandhi Pritiben J	15,000	Non – Promoter Category
44	Nemil Bharatbhai Salot	20,000	Non – Promoter Category
45	Parekh Romil Jitendrakumar	10,000	Non – Promoter Category
46	Parekh Naynaben Jitendrakumar	10,000	Non – Promoter Category
47	Mirza Sameerbeg Rajakbeg	5,00,000	Non – Promoter Category
48	Mustak Ahemad R Saiyad	5,00,000	Non – Promoter Category
49	Rahil N Himani	50,000	Non – Promoter Category
50	Niraj Solanki	2,00,000	Non – Promoter Category
51	Monil N Vora	1,12,000	Non – Promoter Category
52	Heeralaxmi Ulhas Kabse	5,00,000	Non – Promoter Category
53	Khushi Ravindra Dhanawade	5,00,000	Non – Promoter Category
54	Mahesh Anand Dhanawade	5,00,000	Non – Promoter Category
55	Sanas Mangesh Sahadeo	5,00,000	Non – Promoter Category
56	Nitin Popat Pawar	5,00,000	Non – Promoter Category
57	Ravindra Ganpat Dhanawade	5,00,000	Non – Promoter Category
58	Sunita Mahesh Dhanavade	5,00,000	Non – Promoter Category
59	Vasant Laxman Sanas	5,00,000	Non – Promoter Category
60	Vaijayanta Ravindra Dhanawade	5,00,000	Non – Promoter Category
61	Yogesh Sahadev Sanas	5,00,000	Non – Promoter Category
62	Ulhas Tukaram Kabse	5,00,000	Non – Promoter Category
63	Vishal C Suthar	11,00,000	Non – Promoter Category
64	Chandrikaben C Suthar	10,00,000	Non – Promoter Category



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65	Jaynish Amratlal Shah	4,25,000	Non – Promoter Category
66	Jaynish Amratlal Shah HUF	1,25,000	Non – Promoter Category
67	Sanghvi Amratlal Nawalmal HUF	1,25,000	Non – Promoter Category
68	Amratlal Nawalmal Sanghvi	1,25,000	Non – Promoter Category
69	Ankitkumar Vihol	21,50,000	Non – Promoter Category
70	Hetal Shashikant Mesariya	21,50,000	Non – Promoter Category
71	Mona Viral Shah	3,00,000	Non – Promoter Category
72	Dharmendra N Sathvara	16,50,000	Non – Promoter Category
73	Jitendrasinh Chauhan	20,00,000	Non – Promoter Category
74	Udesinh Bhikhaji Chauhan	20,00,000	Non – Promoter Category
75	Ajay Nanakbhai Jani	20,00,000	Non – Promoter Category
76	Patel Vipinbhai Mohanbhai	17,00,000	Non – Promoter Category
77	Gajjar Margi Indravadan	17,50,000	Non – Promoter Category
78	Panchal Amit Ashokbhai	21,50,000	Non – Promoter Category
79	Vedant Rakesh Panchal	21,50,000	Non – Promoter Category
80	Santokben Dahyabhai Patel	1,00,000	Non – Promoter Category
81	Dahyabhai Narabhai Patel	1,00,000	Non – Promoter Category
82	Darsh Dhirabhai Patel	1,00,000	Non – Promoter Category
83	Falgun A Yagnik HUF	5,00,000	Non – Promoter Category
84	Neela Falgun Yagnik	5,00,000	Non – Promoter Category
85	Rajendra Sabavat Dakana Naik	2,00,000	Non – Promoter Category
86	Raval Helly Jayesh	5,00,000	Non – Promoter Category
87	Aditya Jagdishkumar Patel	1,64,000	Non – Promoter Category
88	Patel Avinash Bharatbhai	9,000	Non – Promoter Category
89	Anjali Alpesh Patel	9,000	Non – Promoter Category
90	Sarojben Rajnikant Shukla	10,00,000	Non – Promoter Category
91	Kamleshbhai Jayantilal Shah	1,00,000	Non – Promoter Category
92	Falguni kamlesh Shah	1,00,000	Non – Promoter Category
93	Kamlesh J Shah HUF	1,00,000	Non – Promoter Category
94	Patel Priyanka Hemalkumar	1,50,000	Non – Promoter Category
95	Dhruv Mehul Shah	2,00,000	Non – Promoter Category
96	Mitaben Prakashbhai Shah	2,00,000	Non – Promoter Category
97	Jayantkumar Haribhai Patel	1,00,000	Non – Promoter Category
98	Sonal Bhattbhatt	5,00,000	Non – Promoter Category
99	Nitinbhai J Mistry	9,000	Non – Promoter Category
100	Bhadresh J Bhavsar	9,000	Non – Promoter Category



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**“RESOLVED FURTHER THAT** without prejudice to the generality of the above, the Warrants issued shall be subject to the following terms and conditions:

1. In accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, 25% (Twenty-Five Per Cent) of the Warrant Issue Price, shall be paid by the Warrant Holders to the Company on or before allotment of the Warrants and the balance consideration i.e., 75% (Seventy-Five Per Cent) of the Warrant Issue Price shall be paid in one or more trench before exercise of option to apply for fully paid –up Equity shares of ₹10/- each of the Company, against each such Warrant held by the Warrant Holder.
2. The Warrant Holders shall be entitled to exercise his option to convert any or all of the warrants into equity shares of the Company in one or more tranches after giving a written notice to the Company, specifying the number of warrants proposed to be exercised along with the aggregate Warrant Exercise Price payable thereon, without any further approval from the shareholders of the Company prior to or at the time of conversion. The Company shall accordingly, issue and allot the corresponding number of equity shares of the Company to the Warrant Holders.
3. The respective Warrant Holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into to the designated bank account of the Company.
4. In terms of Regulation 166 of the ICDR Regulations, the price of Warrants determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments, if applicable. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Warrants shall continue to be locked- in till the time such amount is paid by the Warrant Holder.
5. Upon exercise of the option by Warrant Holder(s), the Company shall issue and allot appropriate number of Equity Shares and perform all such actions as are required including to credit the same to the designated securities demat account of the Warrant Holder.
6. The tenure of Warrants shall not exceed 18 (eighteen) months from the date of allotment. If the entitlement against the Warrants to apply for the Equity Shares of the Company is not exercised by the Warrant Holders within the aforesaid period of 18 (eighteen) months, the entitlement of the Warrant Holders to apply for Equity Shares of the Company along with the rights attached thereto shall expire and any amount paid by the Warrant Holders on such Warrants shall stand forfeited.
7. The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank paripassu with the then existing Equity Shares of the Company, including entitlement to voting powers and dividend.



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8. The Warrants by itself, until exercised and converted into equity shares, shall not give to the Warrant Holders thereof any rights with respect to that of an Equity shareholder of the Company.

9. The Warrants and Equity Shares issued pursuant to the exercise of the Warrants shall be locked-in as prescribed under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

**RESOLVED FURTHER THAT** the pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

RESOLVED FURTHER THAT the Board be and is hereby authorized to, do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares upon exercise of the Warrants, to issue certificates/ clarifications on the issue and allotment of Warrants and thereafter allotment of Equity Shares further to exercise of the Warrants, effecting any modifications to the foregoing (including to determine, vary, modify or alter any of the terms and conditions of the Warrants including deciding the size and timing of any tranche of the Warrants), entering into contracts, arrangements, agreements, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing issuance of Warrants and listing and trading of Equity Shares issued on exercise of Warrants), including making applications to BSE for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies, ("ROC"), National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders, and to delegate all or any of the powers conferred on it by this resolution to any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard, without being required to seek any further consent or approval of the members of the Company or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**Resolution No. 3**

**To Authorize The Board To Borrow Money Pursuant To Section 180(1)(C)**

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





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**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (the act) read with Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Articles of Association of the Company, consent of the members be and is hereby accorded, to borrow in any manner from time to time any sum or sums of money at its discretion on such terms and conditions as the Board may deem fit, notwithstanding that the money to be borrowed by the Company together with the monies already borrowed or to be borrowed (apart from temporary loans obtained from the Company’s Bankers in the ordinary course of business), from the financial institutions, Company’s bankers and/or from any person or persons, firms, bodies corporate whether by way of loans, advances, deposits, issue of debentures, bonds or any financial instruments or otherwise and whether secured or unsecured, which may exceed the aggregate of the paid up capital of the Company and its free reserves that is to say, reserves not set apart for any specific purpose, provided that the maximum amount of money so borrowed and outstanding at any one time shall not exceed the sum of ₹1,00,00,00,000/- (Rupees One Hundred Crores only).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any director or Key Managerial Personnel of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and also to delegate all or any of the above powers to such Director of the Company and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

**Resolution No. 4**

**To Authorize Board to Make Investments, Give Loans, Guarantees and Security in Excess of Limits Specified under Section 186 of the companies act, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Section 186 and any other applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder (including any statutory modification or re-enactment thereof) and the terms of Articles of Association of the Company and any other approvals, consents, sanctions and permissions as may be necessary, the consent of the members be and is hereby accorded for making investment(s) in excess of limits specified under section 186 of the Companies Act, 2013 from time to time in acquisition of securities of any body-corporate or for giving loans, guarantees or providing securities to anybody or other person/entity whether in India or outside India, as may be considered appropriate for an amount not exceeding ₹1,00,00,00,000/- (Rupees One Hundred Crores Only), notwithstanding that such investment and acquisition together with existing investments of the Company in all other bodies corporate, loans



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and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act, 2013, i.e. the limits available to the company is sixty percent of its paid- up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions, any of the Directors or Key Managerial Personnel, be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such deeds, documents, instruments and writings as it may in its absolute discretion deem necessary or desirable and pay any fees and commission and incur expenses in relation thereto.”

**For Sellwin Traders Limited**

**Sd/-**

**Rajendra Sabavat Dakana Naik**

**Managing Director**

**DIN: 09340513**

**Date: 08.01.2024**

**Place: Ahmedabad**



## SELLWIN TRADERS LIMITED

**Registered Office:**

126/B Old China Bazar Street

Kolkata 700001

Tele. No. +913322313974; CIN L51909WB1980PLC033018

Website:www.sellwinindia.com;E-mail: selltl\_1980@yahoo.co.in

**Corporate Office:**

302, Priviera, Naherunagar Circle, Near Bank of Baroda,

Ahmedabad-380015, Contact No. +91 9714787932

**NOTES FOR MEMBERS' ATTENTION:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts of the aforesaid items is annexed hereto as Annexure and which forms part of this Postal Ballot Notice.
2. All documents required to be kept open for inspection, if any, shall be open for inspection at the Registered office and Corporate office of the Company between 11.00 a.m. and 5.00 p.m. on all working days (except Saturdays, Sundays and Holidays). Such documents shall also be made available on the Company's website (www.sellwinindia.com) to facilitate online inspection till the date of announcement of the results of this Postal Ballot.
3. The Company has appointed Mr. Suhas Bhattbhatt, Practicing Company Secretary, (Membership No. 11975), as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer will submit his report after completion of the scrutiny on or before Sunday, 11<sup>th</sup>February, 2024. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting forthwith and the same will be communicated to the BSE Limited and shall also be available on the Company's website (www.sellwinindia.com) as also displayed at the registered office and the corporate office of the Company. The resolutions, if assented by the requisite majority, shall be deemed to be passed on the last date specified for e-voting, i.e. 9<sup>th</sup> February, 2024, in terms of the Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.
4. In terms of Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the advertisement pertaining to this Postal Ballot is being published in one English national daily newspaper circulating throughout India (in English language) and one Bengali daily newspaper circulating in Kolkata (in vernacular language, i.e. Bengali).
5. The cut-off date for the purpose of ascertaining shareholders entitled for voting through this Postal Ballot is Friday, 5<sup>th</sup>January, 2024 (hereinafter referred to as the "Cut-off Date"). A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories for fully paid-up shares and partly paid-up shares as on the Cut-off Date only, shall be entitled to vote in this Postal Ballot. A person who is not a shareholder as on the Cut-off Date should treat this Postal Ballot Notice for information purpose only.
6. Postal Ballot Notice is being sent in the electronic form to those shareholders whose email address is registered with the Niche Technologies Private Limited, the Company's Registrar and Share Transfer Agent or Depository Participants and such shareholders are requested to record their assent or dissent through remote e-voting facility provided for this Postal Ballot. Shareholders must note that voting for the postal ballot notice can only be accepted through remote e-voting facility.



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7. Once the vote cast by the member on remote-voting, he/she not be allowed to change it subsequently or cast the vote again.
8. A copy of this Postal Ballot Notice, Explanatory Statement, remote e-voting instructions is available on the Company's website [www.sellwinindia.com](http://www.sellwinindia.com), website of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
9. Members who have still not registered their email IDs are requested to do so at the earliest as under:
  - Members holding shares in electronic mode can get their email ID registered by contacting their respective Depository Participant where they maintain their demat accounts.
  - Members holding shares in physical mode or who have not registered / updated their email address are requested to register their email ID with Niche Technologies Private Limited.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -**

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

- (i) The remote e-voting period commences from 9.00 a.m. (IST) on Thursday, January 11, 2024, and ends at 05.00 pm. (IST) on Friday, February 9, 2024. 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 5<sup>th</sup> January, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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.



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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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"><li>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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon &amp; New System Myeasi Tab.</li><li>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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li></ol>



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	<p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 and you will be re-directed to e-Voting service provider 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 <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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</p>



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	<p>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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></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 above-mentioned website.

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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



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(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) 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,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

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





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- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Sellwin Traders Limited on which you choose to vote.
- (ix) 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.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) If a demat account holder has forgotten the 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.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.



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(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [selltl\\_1980@yahoo.co.in](mailto:selltl_1980@yahoo.co.in) if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

For Physical shareholders- please provide necessary details like 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 **Company/RTA email id.**

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)



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3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means, you can write an email to [helpdesk.evoting@cDSLindia.com](mailto:helpdesk.evoting@cDSLindia.com) or contact at 022-23058738 and 022-23058542/43.



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**Annexure to the Notice**

**Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013**

**SPECIAL BUSINESSES:**

**Resolution: 1**

**INCREASE IN THE AUTHORIZED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION**

The Company propose to increase Authorised Capital to ₹ 45,00,00,000/- (Rupees Forty Five Crore only) divided into 4,50,00,000 (Four Crore Fifty Lakhs) Equity Shares of ₹10/- each to facilitate fund raising in future via issuing of Equity shares of the Company.

Increase in the Authorised Capital will also require consequential amendment in clause V of Memorandum of Association of the Company.

Pursuant to Section 13, 61 and Section 64 of the Companies Act, 2013 alteration of Capital Clause requires approval of the member of Company by way of passing an Ordinary Resolution to the effect.

The Board of Directors are hereby recommends this resolution for the approval of the members by way of Ordinary Resolution.

A copy of Memorandum of Association is available for any inspection on any working day except Saturday and Sunday between 11.00 a.m. and 5.00 p.m. on all working days (except Saturdays, Sundays and Holidays) at the Corporate Office of the Company.

**Resolution: 2**

**ISSUANCE OF CONVERTIBLE WARRANTS ON A PREFERENTIAL BASIS AND MATTERS RELATEDTHEREWITH**

The Board of Directors of the Company, in its meeting held on 8<sup>th</sup> January, 2024, subject to the approval of the members of the Company and such other approvals as may be required, approved the proposal for raising funds by way of issuance and allotment of upto 3,68,00,000 (Three Crore Sixty Eight Lakhs) Convertible Warrants ("Warrants"), at a price of Rs.12.75/- (Twelve Rupees & Seventy Five Paisa Only) (including premium) per Warrant, each convertible into, or exchangeable for, One (01) fully paid-up equity share of the Company having face value of ₹ 10/- (Rupees Ten Only) each ("The Equity Shares") at a premium of ₹2.75/- (Two Rupees & Seventy Five Paisa Only)



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per share aggregating upto ₹ 46,92,00,000/- (Rupees Forty Six Crores Ninety Two Lakhs Only) to persons of the Non-Promoter Category ("Proposed Allottee(s)"), on a preferential basis since raising funds through Preferential Issue is considered to be most cost & time effective way for raising additional capital.

Since the Company is a listed Company, the proposed Preferential Issue is in terms of the provisions of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (as amended), and other applicable provisions, if any and Sections 42 and 62(1)(c) of the Companies Act, 2013, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014.

The details of the issue and other particulars as required in terms of Regulation 163 of the SEBI (ICDR) Regulations, 2018 and other applicable statutes in relation to the proposed Special Resolution are given hereunder:

- a) **Objects of the preferential issue:** The Company requires infusion of funds to augment funding needs of the Company viz., to meet the working capital requirements, completion of existing projects, general corporate purpose, to support the future growth plans of the Company and to further invest in the proposed subsidiaries and such other purpose as the Board may decide.
- b) **Maximum number of specified securities to be issued:** The Board of Directors in its meeting held on 8<sup>th</sup> January, 2024 had approved the issue of Convertible Warrant and accordingly proposes to issue and allot in aggregate upto 3,68,00,000 (Three Crore Sixty Eight Lakhs) Convertible Warrants ("Warrants"), at a price Rs.12.75/- (Twelve Rupees & Seventy Five Paise Only) per Warrant, each convertible into, or exchangeable for, One fully paid-up equity share of the Company having face value of ₹ 10/- (Rupees Ten Only) each ("The Equity Shares") at a premium of ₹2.75/- (Two Rupees & Seventy Five Paise Only) to Non-Promoter Investors on a preferential basis.
- c) **Amount which the company intends to raise by way of such securities:** ₹46,92,00,000/- (Rupees Forty Six Crores Ninety Two Lakhs Only)
- d) **Pricing of preferential issue:**  
The equity shares of Company are listed on the BSE Limited (BSE) where the shares of the Company are frequently traded in accordance with SEBI (ICDR) Regulations, 2018 read with Regulations 2(j) of SEBI (SAST) Regulations 2011.
- e) **Intent of the promoters, directors or key managerial personnel of the issuer to subscribe to**



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**the offer:** Any of the promoters or key managerial personnel does not intend to subscribe to the offer.

**f) Shareholding pattern of the issuer before and after the preferential issue:**

Sr.No.	Category	No. of	Percentage	No. of	Percentage
		Shares	(%)	Shares	(%)
		*Pre-Holding		#Post-Holding	
<b>(A)</b>	<b>Promoter and Promoter Group</b>				
1.	Indian	-	-	-	-
	Individuals/Hindu Undivided Family	-	-	-	-
	Bodies Corporate	-	-	-	-
	Sub Total (A)(1)	-	-	-	-
2.	Foreign	-	-	-	-
<b>Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)</b>		-	-	-	-
<b>(B)</b>					
1	Institutions				
	Mutual Funds	-	-	-	-
	Financial Institutions/Banks	-	-	-	-
	Provident Funds/ Pension Funds	-	-	-	-
	Any other (Specify)	-	-	-	-
	Sub Total (B) (1)	-	-	-	-
2	Non-Institutions				
	i) Individuals	7712106	94.05	44512106	98.92
	ii) Clearing Member	-	-	-	-
	iii) Bodies Corporate	293734	3.58	293734	0.65
	*Non-Resident Indians	194160	2.37	194160	0.43
	HUF	-	-	-	-
	Trusts	-	-	-	-



## SELLWIN TRADERS LIMITED

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	Sub Total (B) (2)	8200000	100.00	45000000	1000
<b>Total Public Shareholding</b>		8200000	100.00	45000000	1000
<b>Total(A)+(B)</b>		8200000	100.00	45000000	1000

#Pre-issue share holding pattern as on 5<sup>th</sup> January, 2024

\*The post issue numbers and % of the equity share capital held by the Proposed Allottees has been calculated on the assumption that all 3,68,00,000 equity shares proposed to be issued to the Proposed Allottees.

**g) Time frame within which the preferential issue shall be completed:**

In accordance with Regulation 170 of the ICDR Regulations, the allotment of the Warrants shall be completed within a period of 15 days from the date of passing of the resolution by the shareholders, provided that where the allotment is pending on account of pendency of any approval(s) or permission(s) from any regulatory authority / body, the allotment shall be completed by the Company within a period of 15 days from the date of such approval(s) or permission(s).

**h) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees:**

Sr. No.	Name	Category (Promoter/ Non - Promoter)	Name of Ultimate Beneficial Owners	Post Shareholding	% of Post Shareholding
1	Andhariya Darshan Biharibhai	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
2	Pinakinbhai I Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
3	Samir Ishvarbhai Lashkri	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
4	Sanghvi Jainam Ashwinkumar	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.02%



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5	Ashvinbhai Sanghvi	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.02%
6	Sangvi Bhavna A	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.02%
7	Ajay Natvarlal Timania	Non – Promoter Category	Not Applicable, allottee being a natural person	8,000	0.02%
8	Darshit Parasbhai Timania	Non – Promoter Category	Not Applicable, allottee being a natural person	8,000	0.02%
9	Timania Dimple Parasbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	8,000	0.02%
10	Jigna Ajaybhai Timania	Non – Promoter Category	Not Applicable, allottee being a natural person	8,000	0.02%
11	Natavarlal Amrutlal Timania	Non – Promoter Category	Not Applicable, allottee being a natural person	12,000	0.03%
12	Parasbhai Natvarlal Timania	Non – Promoter Category	Not Applicable, allottee being a natural person	4,000	0.01%
13	Shah Nitaben Bharatbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	20,000	0.04%
14	Akash Chandulal Shah (HUF)	Non – Promoter Category	Not Applicable, allottee being a natural person	20,000	0.04%
15	Shah Bharatbhai Himmatlal	Non – Promoter Category	Not Applicable, allottee being a natural person	20,000	0.04%
16	Jignesh Chandulal Shah (HUF)	Non – Promoter Category	Not Applicable, allottee being a natural person	20,000	0.04%
17	Bhav nabn Aravindbhai Jani	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.06%
18	Mayaben Madhavbhai	Non – Promoter Category	Not Applicable, allottee being a	50,000	0.11%





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	Pateliya		natural person		
19	Ravi B Vithlani	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
20	Waghwani Parth Nareshbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
21	Jani Hitksha	Non – Promoter Category	Not Applicable, allottee being a natural person	25,000	0.06%
22	Prakash Shantilal Gada	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
23	Nirmalaben Shantilal Gada	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
24	Bharatbhai Jinabhai Kambad	Non – Promoter Category	Not Applicable, allottee being a natural person	20,000	0.04%
25	Nikhil Indulal Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
26	Gangadhar Navnale	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
27	Monaben Vipulbhai Langaliya	Non – Promoter Category	Not Applicable, allottee being a natural person	30,000	0.07%
28	Doshi Alpa Ketanbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
29	Doshi Jyosna Navinchandra	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
30	Doshi Bhavna Prakashkumar	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
31	Sonalben Kalpesh Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	2,35,327	0.52%
32	Het Kalpeshkumar	Non – Promoter	Not Applicable,	2,00,000	0.44%



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	Shah	Category	allottee being a natural person		
33	Jenisha	Non – Promoter Category	Not Applicable, allottee being a natural person	2,00,000	0.44%
34	Shah Amit Bipinchandra	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
35	Jainam Vijaybhai Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
36	Vora Naynaben Vijaybhai	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
37	Vijaykumar Nagindas Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
38	Shah Keval C	Non – Promoter Category	Not Applicable, allottee being a natural person	1,50,000	0.33%
39	Harshdrai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
40	Shah Gaurav Harshad Rai	Non – Promoter Category	Not Applicable, allottee being a natural person	57,000	0.13%
41	Vora Nirali Ben Jinith	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.02%
42	Jayendrabhai Navnitray Gandhi	Non – Promoter Category	Not Applicable, allottee being a natural person	15,000	0.03%
43	Gandhi Pritiben J	Non – Promoter Category	Not Applicable, allottee being a natural person	15,000	0.03%
44	Nemil Bharatbhai Salot	Non – Promoter Category	Not Applicable, allottee being a natural person	20,000	0.04%
45	Parekh Romil Jitendrakumar	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.02%



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46	Parekh Naynaben Jitendrakumar	Non – Promoter Category	Not Applicable, allottee being a natural person	10,000	0.02%
47	Mirza Sameerbeg Rajakbeg	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
48	Mustak Ahemad R Saiyad	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
49	Rahil N Himani	Non – Promoter Category	Not Applicable, allottee being a natural person	50,000	0.11%
50	Niraj Solanki	Non – Promoter Category	Not Applicable, allottee being a natural person	2,00,000	0.44%
51	Monil N Vora	Non – Promoter Category	Not Applicable, allottee being a natural person	1,12,000	0.25%
52	Heeralaxmi Ulhas Kabse	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
53	Khushi Ravindra Dhanawade	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
54	Mahesh Anand Dhanawade	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
55	Sanas Mangesh Sahadeo	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
56	Nitin Popat Pawar	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
57	Ravindra Ganpat Dhanawade	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
58	Sunita Mahesh Dhanavade	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
59	Vasant Laxman Sanas	Non – Promoter Category	Not Applicable, allottee being a	5,00,000	1.11%



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			natural person		
60	Vaijayanta Ravindra Dhanawade	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
61	Yogesh Sahadev Sanas	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
62	Ulhas Tukaram Kabse	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
63	Vishal C Suthar	Non – Promoter Category	Not Applicable, allottee being a natural person	11,00,000	2.44%
64	Chandrikaben C Suthar	Non – Promoter Category	Not Applicable, allottee being a natural person	10,09,986	2.24%
65	Jaynish Amratlal Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	4,28,500	0.95%
66	Jaynish Amratlal Shah HUF	Non – Promoter Category	Not Applicable, allottee being a natural person	1,28,500	0.29%
67	Sanghvi Amratlal Nawalmal HUF	Non – Promoter Category	Not Applicable, allottee being a natural person	1,28,200	0.28%
68	Amratlal Nawalmal Sanghvi	Non – Promoter Category	Not Applicable, allottee being a natural person	1,28,500	0.29%
69	Ankitkumar Vihol	Non – Promoter Category	Not Applicable, allottee being a natural person	21,50,000	4.78%
70	Hetal Shashikant Mesariya	Non – Promoter Category	Not Applicable, allottee being a natural person	21,50,000	4.78%
71	Mona Viral Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	3,00,000	0.67%
72	Dharmendra N Sathvara	Non – Promoter Category	Not Applicable, allottee being a natural person	16,50,000	3.67%
73	Jitendrasinh	Non – Promoter	Not Applicable,	20,00,000	4.44%



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	Chauhan	Category	allottee being a natural person		
74	Udesinh Bhikhaji Chauhan	Non – Promoter Category	Not Applicable, allottee being a natural person	20,00,000	4.44%
75	Ajay Nanakbhai Jani	Non – Promoter Category	Not Applicable, allottee being a natural person	20,00,000	4.44%
76	Patel Vipinbhai Mohanbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	17,00,000	3.78%
77	Gajjar Margi Indravadan	Non – Promoter Category	Not Applicable, allottee being a natural person	17,50,000	3.89%
78	Panchal Amit Ashokbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	21,50,000	4.78%
79	Vedant Rakesh Panchal	Non – Promoter Category	Not Applicable, allottee being a natural person	21,50,000	4.78%
80	Santokben Dahyabhai Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
81	Dahyabhai Narabhai Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
82	Darsh Dhirabhai Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
83	Falgun A Yagnik HUF	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
84	Neela Falgun Yagnik	Non – Promoter Category	Not Applicable, allottee being a natural person	5,00,000	1.11%
85	Rajendra Sabavat Dakana Naik	Non – Promoter Category	Not Applicable, allottee being a natural person	2,00,000	0.44%
86	Raval Helly Jayesh	Non – Promoter Category	Not Applicable, allottee being a natural person	6,05,223	1.34%



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87	Aditya Jagdishkumar Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	1,64,000	0.36%
88	Patel Avinash Bharatbhai	Non – Promoter Category	Not Applicable, allottee being a natural person	11,283	0.03%
89	Anjali Alpesh Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	9,000	0.02%
90	Sarojben Rajnikant Shukla	Non – Promoter Category	Not Applicable, allottee being a natural person	10,83,000	2.41%
91	Kamleshbhai Jayantilal Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	2,05,844	0.46%
92	Falguni kamlesh Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	1,03,000	0.23%
93	Kamlesh J Shah HUF	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
94	Patel Priyanka Hemalkumar	Non – Promoter Category	Not Applicable, allottee being a natural person	1,50,000	0.33%
95	Dhruv Mehul Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	2,00,000	0.44%
96	Mitaben Prakashbhai Shah	Non – Promoter Category	Not Applicable, allottee being a natural person	2,00,000	0.44%
97	Jayantkumar Haribhai Patel	Non – Promoter Category	Not Applicable, allottee being a natural person	1,00,000	0.22%
98	Sonal Bhattbhatt	Non – Promoter Category	Not Applicable, allottee being a natural person	5,19,910	1.16%
99	Nitinbhai J Mistry	Non – Promoter Category	Not Applicable, allottee being a natural person	9,000	0.02%
100	Bhadresh J Bhavsar	Non – Promoter Category	Not Applicable, allottee being a	12,000	0.03%



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			natural person		
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- i) **Undertaking as to re-computation of price and lock-in of specified securities:** The Company shall re-compute the price of the Equity Shares, in terms of the provision of Regulation 164 of the ICDR Regulations or any other applicable laws, where it is required to do so. The Company further undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Equity Shares shall continue to be locked-in till the time such amount is paid by the Equity Share Holder.
- j) **Change in control, if any, in the Company that would occur consequent to the preferential offer:** There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Warrants and including the conversion thereof into Equity Shares of the Company.
- k) **No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:** During the period from 1st April, 2023 till date of notice of this postal ballot, the Company has not made any preferential allotments.
- l) **Valuation for consideration other than cash:** Not applicable.
- m) **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:** Not applicable.
- n) **Lock-in period:** The Warrants and the Equity Shares being allotted pursuant to exercise of such Convertible Warrants shall be subject to a lock-in for such period as specified under applicable provisions of SEBI (ICDR) Regulations, 2018.
- o) **Listing:** The Company will make an application to the Stock Exchange at which the existing shares are already listed, for listing of the equity shares being issued on conversion of such Warrants. Such Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend.
- p) **Practicing Company Secretary's Certificate:** The Company has obtained the Certificate from Mr. Suhas Bhattbhatt, Practicing Company Secretary, certifying that the preferential issue is being made in accordance with the requirements contained in the SEBI (ICDR) Regulations 2018. The same shall be available and will be kept open for inspection on all working days between Monday to Friday of every week, upto the voting period of Postal Ballot Notice.



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**q) Other Disclosures / Undertakings:**

- I. None of the Company, its Directors or Promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- II. None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI ICDR Regulations.
- III. As the equity shares have been listed on a recognized Stock Exchange for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation 163(1)(h) is not applicable.
- IV. None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.

**r) The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:**

Sr. No.	Name	Current Status	Post Status
1	Andhariya Darshan Bihari bhai	Non – Promoter Category	Non – Promoter Category
2	Pinakinbhai I Vora	Non – Promoter Category	Non – Promoter Category
3	Samir Ishvarbhai Lashkri	Non – Promoter Category	Non – Promoter Category
4	Sanghvi Jainam Ashwinkumar	Non – Promoter Category	Non – Promoter Category
5	Ashvinbhai Sanghvi	Non – Promoter Category	Non – Promoter Category
6	Sangvi Bhavna A	Non – Promoter Category	Non – Promoter Category
7	Ajay Natvarlal Timania	Non – Promoter Category	Non – Promoter Category
8	Darshit Parasbhai Timania	Non – Promoter Category	Non – Promoter Category
9	Timania Dimple Parasbhai	Non – Promoter Category	Non – Promoter Category
10	Jigna Ajaybhai Timania	Non – Promoter Category	Non – Promoter Category
11	Natavarlal Amrutlal Timania	Non – Promoter Category	Non – Promoter Category
12	Parasbhai Natvarlal Timania	Non – Promoter Category	Non – Promoter Category
13	Shah Nitaben Bharatbhai	Non – Promoter Category	Non – Promoter Category
14	Akash Chandulal Shah	Non – Promoter Category	Non – Promoter Category





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	(HUF)		
15	Shah Bharatbhai Himmatlal	Non – Promoter Category	Non – Promoter Category
16	Jignesh Chandulal Shah (HUF)	Non – Promoter Category	Non – Promoter Category
17	Bhavnaben Aravindbhai Jani	Non – Promoter Category	Non – Promoter Category
18	Mayaben Madhavbhai Pateliya	Non – Promoter Category	Non – Promoter Category
19	Ravi B Vitlani	Non – Promoter Category	Non – Promoter Category
20	Waghwani Parth Nareshbhai	Non – Promoter Category	Non – Promoter Category
21	Jani Hitksha	Non – Promoter Category	Non – Promoter Category
22	Prakash Shantilal Gada	Non – Promoter Category	Non – Promoter Category
23	Nirmalaben Shantilal Gada	Non – Promoter Category	Non – Promoter Category
24	Bharatbhai Jinabhai Kambad	Non – Promoter Category	Non – Promoter Category
25	Nikhil Indulal Vora	Non – Promoter Category	Non – Promoter Category
26	Gangadhar Navnale	Non – Promoter Category	Non – Promoter Category
27	Monaben Vipulbhai Langaliya	Non – Promoter Category	Non – Promoter Category
28	Doshi Alpa Ketanbhai	Non – Promoter Category	Non – Promoter Category
29	Doshi Jyosna Navinchandra	Non – Promoter Category	Non – Promoter Category
30	Doshi Bhavna Prakashkumar	Non – Promoter Category	Non – Promoter Category
31	Sonalben Kalpesh Shah	Non – Promoter Category	Non – Promoter Category
32	Het Kalpeshkumar Shah	Non – Promoter Category	Non – Promoter Category
33	Jenisha	Non – Promoter Category	Non – Promoter Category
34	Shah Amit Bipinchandra	Non – Promoter Category	Non – Promoter Category
35	Jainam Vijaybhai Vora	Non – Promoter Category	Non – Promoter Category
36	Vora Naynaben Vijaybhai	Non – Promoter Category	Non – Promoter Category
37	Vijaykumar Nagindas Vora	Non – Promoter Category	Non – Promoter Category
38	Shah Keval C	Non – Promoter Category	Non – Promoter Category
39	Harshdrai Shah	Non – Promoter Category	Non – Promoter Category
40	Shah Gaurav Harshad Rai	Non – Promoter Category	Non – Promoter Category
41	Vora Nirali Ben Jinith	Non – Promoter Category	Non – Promoter Category
42	Jayendrabhai Navnitray Gandhi	Non – Promoter Category	Non – Promoter Category



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43	Gandhi Pritiben J	Non – Promoter Category	Non – Promoter Category
44	Nemil Bharatbhai Salot	Non – Promoter Category	Non – Promoter Category
	Parekh Romil		
45	Jitendrakumar	Non – Promoter Category	Non – Promoter Category
	Parekh Naynaben		
46	Jitendrakumar	Non – Promoter Category	Non – Promoter Category
47	Mirza Sameerbeg Rajakbeg	Non – Promoter Category	Non – Promoter Category
48	Mustak Ahemad R Saiyad	Non – Promoter Category	Non – Promoter Category
49	Rahil N Himani	Non – Promoter Category	Non – Promoter Category
50	Niraj Solanki	Non – Promoter Category	Non – Promoter Category
51	Monil N Vora	Non – Promoter Category	Non – Promoter Category
52	Heeralaxmi Ulhas Kabse	Non – Promoter Category	Non – Promoter Category
	Khushi Ravindra		
53	Dhanawade	Non – Promoter Category	Non – Promoter Category
54	Mahesh Anand Dhanawade	Non – Promoter Category	Non – Promoter Category
55	Sanas Mangesh Sahadeo	Non – Promoter Category	Non – Promoter Category
56	Nitin Popat Pawar	Non – Promoter Category	Non – Promoter Category
	Ravindra Ganpat		
57	Dhanawade	Non – Promoter Category	Non – Promoter Category
58	Sunita Mahesh Dhanavade	Non – Promoter Category	Non – Promoter Category
59	Vasant Laxman Sanas	Non – Promoter Category	Non – Promoter Category
	Vaijayanta Ravindra		
60	Dhanawade	Non – Promoter Category	Non – Promoter Category
61	Yogesh Sahadev Sanas	Non – Promoter Category	Non – Promoter Category
62	Ulhas Tukaram Kabse	Non – Promoter Category	Non – Promoter Category
63	Vishal C Suthar	Non – Promoter Category	Non – Promoter Category
64	Chandrikaben C Suthar	Non – Promoter Category	Non – Promoter Category
65	Jaynish Amratlal Shah	Non – Promoter Category	Non – Promoter Category
66	Jaynish Amratlal Shah HUF	Non – Promoter Category	Non – Promoter Category
	Sanghvi Amratlal Nawalmal		
67	HUF	Non – Promoter Category	Non – Promoter Category
68	Amratlal Nawalmal Sanghvi	Non – Promoter Category	Non – Promoter Category
69	Ankitkumar Vihol	Non – Promoter Category	Non – Promoter Category
70	Hetal Shashikant Mesariya	Non – Promoter Category	Non – Promoter Category
71	Mona Viral Shah	Non – Promoter Category	Non – Promoter Category
72	Dharmendra N Sathvara	Non – Promoter Category	Non – Promoter Category
73	Jitendrasinh Chauhan	Non – Promoter Category	Non – Promoter Category



## SELLWIN TRADERS LIMITED

**Registered Office:**

126/B Old China Bazar Street

Kolkata 700001

Tele. No. +913322313974; CIN L51909WB1980PLC033018

Website:www.sellwinindia.com;E-mail: selltl\_1980@yahoo.co.in

**Corporate Office:**

302, Priviera, Naherunagar Circle, Near Bank of Baroda,

Ahmedabad-380015, Contact No. +91 9714787932

74	Udesinh Bikhaji Chauhan	Non – Promoter Category	Non – Promoter Category
75	Ajay Nanakbhai Jani	Non – Promoter Category	Non – Promoter Category
76	Patel Vipinbhai Mohanbhai	Non – Promoter Category	Non – Promoter Category
77	Gajjar Margi Indravadan	Non – Promoter Category	Non – Promoter Category
78	Panchal Amit Ashokbhai	Non – Promoter Category	Non – Promoter Category
79	Vedant Rakesh Panchal	Non – Promoter Category	Non – Promoter Category
80	Santokben Dahyabhai Patel	Non – Promoter Category	Non – Promoter Category
81	Dahyabhai Narabhai Patel	Non – Promoter Category	Non – Promoter Category
82	Darsh Dhirabhai Patel	Non – Promoter Category	Non – Promoter Category
83	Falgun A Yagnik HUF	Non – Promoter Category	Non – Promoter Category
84	Neela Falgun Yagnik	Non – Promoter Category	Non – Promoter Category
85	Rajendra Sabavat Dakana Naik	Non – Promoter Category	Non – Promoter Category
86	Raval Helly Jayesh	Non – Promoter Category	Non – Promoter Category
87	Aditya Jagdishkumar Patel	Non – Promoter Category	Non – Promoter Category
88	Patel Avinash Bharatbhai	Non – Promoter Category	Non – Promoter Category
89	Anjali Alpesh Patel	Non – Promoter Category	Non – Promoter Category
90	Sarojben Rajnikant Shukla	Non – Promoter Category	Non – Promoter Category
91	Kamleshbhai Jayantilal Shah	Non – Promoter Category	Non – Promoter Category
92	Falguni kamlesh Shah	Non – Promoter Category	Non – Promoter Category
93	Kamlesh J Shah HUF	Non – Promoter Category	Non – Promoter Category
94	Patel Priyanka Hemalkumar	Non – Promoter Category	Non – Promoter Category
95	Dhruv Mehul Shah	Non – Promoter Category	Non – Promoter Category
96	Mitaben Prakashbhai Shah	Non – Promoter Category	Non – Promoter Category
97	Jayantkumar Haribhai Patel	Non – Promoter Category	Non – Promoter Category
98	Sonal Bhattbhatt	Non – Promoter Category	Non – Promoter Category
99	Nitinbhai J Mistry	Non – Promoter Category	Non – Promoter Category
100	Bhadresh J Bhavsar	Non – Promoter Category	Non – Promoter Category

The approval of the Members by way of Special Resolution is required in terms of the applicable provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, 2018 and accordingly the approval of the Members of the Company is being sought.

The Board of Directors of the Company believe that the proposed issue is in the best interest of



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the Company and its Members and therefore recommends the Special Resolution as set out in Item No.2 in the accompanying notice for your approval. None of the Directors or Key Managerial Personnel(s) of the Company or their relatives, are concerned or interested 'financially or otherwise in the resolution except to the extent of their shareholding in the Company, if any.

**Resolution: 3**

**Authorize The Board To Borrow Money Pursuant To Section 180(1)(C)**

Keeping in view, the existing borrowing and the additional fund requirements for meeting the capital expenditure for the ongoing/ future projects, capacity expansion, acquisitions and enhanced long term working capital needs of the Company, the Board of Directors had, in its meeting held on 8<sup>th</sup> February, 2024, considered and approved subject to the approval of the shareholders, the borrowing limits of the company to ₹1,00,00,00,000/- (Rupees One Hundred Crores Only) and creation of security on the properties of the Company and recommends Resolution no. 3 of the accompanying Notice to the shareholder for their approval by way of special resolution. Pursuant to Section 180(1)(c) of the Companies Act 2013, approval of the Shareholder by way of special resolution is required to authorize the Board of Director to borrow moneys up to the said limits and create security in respect thereof.

The Board recommends this resolution as set forth in Item of the accompanying notice for approval of the members of the Company by way of Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives are financially or otherwise concerned with or interested in the resolution of the notice except to the extent of their shareholding in the company.

**Resolution: 4**

**Authorize Board to Make Investments, Give Loans, Guarantees and Security in Excess of Limits Specified under Section 186 of the companies act, 2013**

Pursuant to the provisions of Section 186(3) and any other applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder (including any statutory modification or re- enactment thereof), company can make investment(s) in excess of limits specified under section 186 of the Companies Act, 2013 from time to time in acquisition of securities of anybody corporate or for giving loans, guarantees or providing securities to anybody or other person/entity whether in India or outside India, as may be considered appropriate for an amount not exceeding ₹1,00,00,00,000/- (Rupees One Hundred Crores Only), notwithstanding that such investment and acquisition together with existing investments of the Company in all other bodies corporate, loans



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and guarantees given and securities provided shall be in excess of the limits prescribed under section 186(3) of the Companies Act, 2013, i.e. the limits available to the company is sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more only after passing special resolution.

The Board recommends this resolution as set forth in Item of the accompanying notice for approval of the members of the Company by way of Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives are financially or otherwise concerned with or interested in the resolution of the notice except to the extent of their shareholding in the company.

**For Sellwin Traders Limited**

**Sd/-**

**Rajendra Sabavat Dakana Naik**

**Managing Director**

**DIN: 09340513**

**Date: 08.01.2024**

**Place: Ahmedabad**