

# **SPECTRUM FOODS LIMITED**

**CIN: L15499RJ1994PLC00816**

**L-5 B-II, KRISHNA MARG,C-SCHEME-JAIPUR 302001 RAJASTHAN**

**E-mail : [salt@suryasalt.com](mailto:salt@suryasalt.com), [account@suryasalt.com](mailto:account@suryasalt.com) (Ph): +91 141 2379483, 2372946**

October 10, 2023

To  
The General Manager-Listing  
Corporate Relationship Department  
BSE Limited, Ground Floor,  
P.J. Towers, Dalal Street, Mumbai.

**Scrip Code: 531982**

Dear Sir/Madam,

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

The Company is in the process of seeking approval of Members by way of Postal Ballot including e-voting, in respect of the resolution set out in the Postal Ballot Notice October 10, 2023. Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the copy of the Postal Ballot Notice and the Postal Ballot Form.

The cut-off date for reckoning the Members to whom the Postal Ballot Notice has been sent is Friday, October 13, 2023. The Postal Ballot Notice and the Postal Ballot Form have been sent by e- mail to the Members who have registered their e-mail address and physical copy of the Postal Ballot Notice, the Postal Ballot Form and self-addressed pre-paid business reply envelope have been dispatched to all other Members at their registered address.

The Postal Ballot Notice and the Postal Ballot Form are also available on the website of Company i.e., [www.spectrumfoodsltd.com](http://www.spectrumfoodsltd.com), on the website of Beetal, i.e., [www.beetalfinancial.com](http://www.beetalfinancial.com) and on the website of CDSL i.e., <https://www.cdslindia.com/>.

Members who did not receive the Notice may download it from above mentioned website or may request for the copy of the same in writing to the Company Secretary by mail at [account@suryasalt.com](mailto:account@suryasalt.com). The Postal Ballot Notice inter alia provides the instructions for voting through Postal Ballot Form and electronic means.

We request you to kindly take the same on record.

**For Spectrum Foods Limited**

**Sd/-**

**Girdhar Saboo  
Managing Director  
(DIN: 00364750)**

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## **POSTAL BALLOT NOTICE**

[Notice Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies

(Management and Administration) Rules, 2014

To,

The Members of the Company

Notice is hereby given pursuant to Section 110, of the Companies Act, 2013, (“the Act”) read together with the Companies (Management and Administration) Rules, 2014, and other applicable provisions, if any, including any statutory modification or re-enactment thereof for the time being in force and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”), that approval of the Members is sought for the resolution appended below which is proposed to be passed by way of postal ballot / e-voting. The explanatory statement pursuant to Sections 102 and 110 of the Act pertaining to the aforesaid resolution setting out the material facts concerning the items and the reasons thereof is annexed hereto along with a Postal Ballot Form (“the Ballot Form”) for consideration.

The Board of Directors of the Company has appointed Mr. Vinod Naredi (Membership No. ACS- 20453 & CP No.-7994), of M/s. Naredi Vinod & Associates, Practicing Company Secretaries as scrutinizer (hereinafter referred as the “**Scrutinizer**”) for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and other applicable provisions of the Act, the Company is pleased to provide e-voting facility to all its Members to enable them to cast their votes electronically, instead of dispatching the physical Ballot Form by post. E-voting is optional and all Members (whether holding shares in the dematerialized form or in physical form) may vote either by dispatching the Ballot Form by post or by e-voting. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing e-voting facility to all its Members.

Members are requested to carefully read the instructions printed on the Ballot Form, record assent (for) or dissent (against) therein by filling necessary details and affixing their signature at the designated place in the Ballot Form and return the same, in original, duly completed in the enclosed self-addressed, postage pre-paid envelope (if posted in India) so as to reach the Scrutinizer not later than the close of working hours i.e. Wednesday, November 15, 2023 to be eligible for being considered. If any Ballot Form is received after 5:00 p.m. on Wednesday, November 15, 2023, it will be considered that no reply from such Member has been received and such Ballot Form would not be considered.

Members desiring to opt for e-voting as per facilities arranged by the Company are requested to read the notes to the notice and instructions overleaf the Ballot Form. References to postal ballot(s) in this notice include votes received electronically.

Upon completion of the scrutiny of the Ballot Forms and electronic responses, the Scrutinizer will submit his report to the Chairman. The result of the postal ballot would be announced by the Managing Director or the Company Secretary of the Company on or before Saturday, November 18, 2023, at 5.00 p.m. (IST) at the registered office of the Company. The aforesaid result along with the Scrutinizer's report would be displayed at the Registered Office of the Company, intimated to the Stock Exchanges where the shares of the Company are listed and on the Company's website [viz. www.spectrumfoodsltd.com](http://www.spectrumfoodsltd.com).

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## **RESOLUTIONS:**

### **Item No. 1 - To approve the increase in the Authorised Share Capital and consequent amendment to the Memorandum of Association.**

To consider and, if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder and considering the earlier approved sub-division of the shares, by the Members of the Company, consent of the Members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 7,00,00,000 (Rupees Seven crore) divided into 70,00,000 (Seventy Lacs Only) Equity Shares of Rs.10/- each to Rs.25,00,00,000 (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

**RESOLVED FURTHER THAT** pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder, consent of the Members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place, the following:-

“V. The Authorized Share Capital of the Company is Rs. 25,00,00,000 (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs.10/- each (Rupees Ten each) with the rights, privileges and conditions attached thereto as per the relevant provisions contained in that behalf in the Articles of Association of the Company and with power to increase or reduce the same and to divide the shares in several classes and to attach thereto respectively such preferential, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company for the time being in force, and to vary, modify, enlarge or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of Association of the Company for the time being in force.”

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board / Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard”

### **Item No. 2 : - Appointment of Mr. Gajendra Singh Rathore (Din:10328268) as an Independent Director of the company:**

In this regard, to consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 25 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Mr. Gajendra Singh Rathore (DIN:10328268), who on the recommendation of the Nomination and Remuneration Committee, proposed by the Board of Directors of the Company has submitted a declaration that he meets the criteria for independence and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years effective from 15<sup>th</sup> November, 2023 upto 14<sup>th</sup> November, 2028, not liable to retire by rotation with an option to retire from the office at any time during the term of appointment.

“**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things and give such directions as may be necessary, in the best interest of the Company, for giving effect to the aforesaid Resolution, including but not limited to signing and execution of necessary forms and documents as may be deemed necessary and expedient in its discretion.

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**Registered Office:**

L-5, B-II, Krishna Marg, C-Scheme,  
Jaipur - 302001 Rajasthan INDIA  
Website: [www.spectrumfoodsltd.com](http://www.spectrumfoodsltd.com)  
Email Id: [account@suryasalt.com](mailto:account@suryasalt.com)

**By order of the Board  
Spectrum Foods Limited**

Sd/-  
**Girdhar Saboo**  
Managing Director  
DIN : 00364750

**Date:** 10-10-2023

**Place:** Jaipur

**NOTES:**

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, setting out the material facts concerning the Special Resolution and thereasons thereof is annexed.
2. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members as on the close of business hours on Friday, October 13, 2023 being the cut-off date.
3. Resolution passed by the Members through postal ballot is deemed to have been passed as if it has been passed at a general meeting of the Members.
4. The Postal Ballot Notice is being sent by e-mail to those Members who have registered their e-mail address with the Company or with their Depository Participants ("DP") unless any Member has requested for a physical copy of the same. Members who have not registered their e-mail address are requested to register their e-mail address so that they can receive communication from the Company electronically, but will receive this Postal Ballot Notice along with the Ballot Form through permitted mode. The Company shall send the physical copy of the Postal Ballot Notice and supporting documents to the Members whose e-mail addresses are not registered with the Company for better participation of the Members in the voting process.
5. The Postal Ballot Notice and supporting documents are uploaded on the website of the Company, i.e. [www.spectrumfoodsltd.com](http://www.spectrumfoodsltd.com) and can also be accessed from the website of the BSE at [www.bseindia.com](http://www.bseindia.com). The Postal Ballot Notice is also disseminated on the website of CDSL, i.e., [www.evotingindia.com](http://www.evotingindia.com).
6. All documents referred to in the accompanying explanatory statement are open for inspection at the registered office of the Company at Spectrum Foods Limited, L-5, B-II, Krishna Marg, C-Scheme, Jaipur - 302001 Rajasthan INDIA, between 10:00 a.m. and 5:00 p.m. on all working days upto Wednesday, November 15, 2023.
7. Members can opt for only one mode of voting, i.e., either by Ballot Form or e-voting. However, in case Members cast their vote by Ballot Form and e-voting, then voting done through e-voting shall prevail and voting done by Ballot Form will be treated as invalid.
8. A Ballot Form along with self-addressed business reply envelope is also enclosed. Members voting in physical form are requested to carefully read the instructions printed in the attached Ballot Form. Members who have received the Postal Ballot Notice by e-mail and who wish to vote through the Ballot Form may write to [account@suryasalt.com](mailto:account@suryasalt.com). The Company will forward the same along with self-addressed prepaid postage business reply envelope upon receipt of a request from the Member. Members shall fill in the requisite details and send the duly completed and signed Ballot Form in the enclosed self-addressed business reply envelope to the Scrutinizer so as to reach the Scrutinizer before 5:00 p.m. on Wednesday, November 15, 2023. Any Ballot Form received after the said date and time period shall be treated as if the reply from the Member has not been received.
9. Incomplete, unsigned, improperly or incorrectly tick-marked Ballot Forms will be rejected. There will be only 1 (one) Ballot Form for every registered folio/ client ID irrespective of the number of joint Members.
10. The Company has appointed Mr. Vinod Naredi (Membership No. ACS- 20453 & CP No.-7994), of

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M/s. Naredi Vinod & Associates, Practicing Company Secretaries as the Scrutinizer to conduct e-voting process in a fair and transparent manner.

11. The Board of Directors has appointed the Executive Director and the Company Secretary as the persons responsible for the entire postal ballot process.
12. Upon completion of the scrutiny of Ballot Forms and electronic responses, the Scrutinizer will submit his report to the Chairman & Managing Director of the Company. The results of the Postal Ballot will be declared on or before Saturday, November 18, 2023. The Scrutinizer's decision on the validity of the votes (including e-votes) shall be final. The said results along with the Scrutinizer's Report will be displayed at the registered office of the Company, posted on the website of the Company i.e., [www.spectrumfoodsltd.com](http://www.spectrumfoodsltd.com) and intimated to the Stock Exchange where the shares of the Company are listed.
13. The date of the declaration of the results of the postal ballot shall be the date on which the said Special Resolution will be deemed to have been passed, if approved by the requisite majority as provided under the relevant provisions of the Companies Act, 2013 and the rules made thereunder.

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

- (i) The voting period begins on Tuesday, October 17, 2023 at 9.00 A.M. (IST) and ends on Wednesday, November 15, 2023 at 5.00 P.M. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, October 13, 2023, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on "Shareholders" module.
- (iv) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Shareholders holding shares in Demat Form and Physical Form</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 as mentioned in</li></ul>

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instruction (v).
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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <SPECTRUM FOODS LIMITED> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.
- (xviii) Shareholders can also cast their vote using CDSL’s mobile app “**m-Voting**”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- (xix) **Note for Non – Individual Shareholders and Custodians –Remote Voting**
- 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required 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 [vinodnaredi@gmail.com](mailto:vinodnaredi@gmail.com) and to the Company at the email address viz; [salt@suryasalt.com](mailto:salt@suryasalt.com)/[account@suryasalt.com](mailto:account@suryasalt.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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If you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Notice and e-voting instructions cannot be serviced, will have to send a mail to the Company at [salt@suryasalt.com](mailto:salt@suryasalt.com)/[account@suryasalt.com](mailto:account@suryasalt.com) and/or the RTA at [beetalrta@gmail.com](mailto:beetalrta@gmail.com). Post successful registration of the e-mail, the shareholder would get a soft copy of the notice and the procedure for evoting along with the User ID and the Password to enable e-voting for this Postal Ballot. It is however clarified that for permanent registration of e-mail address, the shareholders are requested to register their email address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company’s Registrar and Share Transfer Agent, Beetal 99, Madangir, B/4, Local Shopping Centre, Near Dada Harsukh Das Mandir New Delhi - 110062 India by following due procedure.

## **ANNEXURE TO THE NOTICE**

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

#### **ITEM NO.-1**

The present Authorised Share Capital of the Company is Rs. 7,00,00,000/- (Rupees Seven Crore) comprising of 70,00,000 (Seventy Lakhs) Equity Shares of Rs.10/- each and Paid up Share Capital of the Company is Rs. 4,84,83,860/- (Rupees Four Crore Eighty Four Lakhs Eighty Three Thousand Eight Hundred Sixty) comprising of 48,48,386 (Forty Eight Lakh Forty Eight Thousand Three Hundred Eighty Six) Equity Shares of Rs. 10/- each. The Company will increase its capital to Rs. 25,00,00,000 (Rupees Twenty Five Crore) divided into 2,50,00,000 (Two Crore Fifty Lakhs) Equity Shares of Rs.10/- each (Rupees Ten each).

With the increased authorized capital of the company the clause V of the Memorandum of Association of the company will be amended and the same requires your approval in general meeting.

The Board believes that the increasing the authorized shares will provide the Company flexibility to meet capital requirements of the Company and the company is necessary to meet the expansion requirements of the business.

Your directors recommend that the proposed resolution be adopted in the interest of the company.

#### **ITEM NO. 2**

##### **Appointment of Gajendra Singh Rathore (DIN:10328268) as an Independent Director of the Company:**

On the recommendation of Nomination and Remuneration Committee, the company proposes to appoint Mr. Gajendra Singh Rathore (DIN:10328268) as an Independent Director for term of 5 years. The Company has received from Mr. Gajendra Singh Rathore (DIN:10328268) , consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and Intimation in Form DIR-8 pursuant to terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified as per Section 164(2) of the Companies Act, 2013; and a declaration to the effect that he meets the criteria of independence as provided under Section 149 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Gajendra Singh Rathore (DIN:10328268) fulfills the conditions specified in the Companies Act, 2013 and the Rules framed there under and Chapter IV of the Securities and Exchange Board of

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India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and he is independent of the management. He is not holding any equity shares of the Company and he is not related to any Director of the Company. As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment subject to approval of shareholders by way of a Special Resolution.

Mr. Gajendra Singh Rathore (DIN:10328268) is interested in the resolution which relates to his appointment respectively. His relatives, if any, are also interested to the extent of their shareholding in the company.

The Board therefore recommends the resolution for your approval.

Except Mr. Gajendra Singh Rathore (DIN:10328268) (the appointee) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

**Details of Directors Seeking Appointment and Re-appointment through postal ballot of the Company (Pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on Postal Ballot issued by the Institute of Company Secretaries of India]**

<b>Name of the Director</b>	Gajendra Singh Rathore
DIN	10328268
Date of Birth	13-09-1969
Date of first appointment in the Board	15.11.2023
Qualifications	Graduate
Expertise in specific functional areas	Mr. Gajendra Singh is having an experience of more than ten years in Finance and Accounting, Business Development, Client Management, Relationship Building, Strategic Partnerships and Alliances.
Relationship with other Directors and other Key Managerial Personnel of the Company	Not related to Directors, Manager and other Key Managerial Personnel of the Company.
Nature of appointment (appointment/ Reappointment)	Appointment
Terms and Conditions of appointment/ reappointment	Terms and conditions of appointment as Non-Executive Independent director are as per the resolution at Item No. 3 of the Postal Ballot Notice read with explanatory statement thereto.
Remuneration last drawn by such person, if applicable and remuneration sought to be paid	Remuneration last drawn –NA Sitting fees to be paid as per discussion.

**Registered Office:**

L-5, B-II, Krishna Marg, C-Scheme,  
Jaipur - 302001 Rajasthan INDIA  
Website: [www.spectrumfoodsltd.com](http://www.spectrumfoodsltd.com)  
Email Id: [account@suryasalt.com](mailto:account@suryasalt.com)

**By order of the Board  
Spectrum Foods Limited**

Sd/-

**Girdhar Saboo**  
Managing Director  
DIN : 00364750

**Date:** 10-10-2023

**Place:** Jaipur

# SPECTRUM FOODS LIMITED

CIN: L15499RJ1994PLC00816

L-5 B-II, KRISHNA MARG,C-SCHEME-JAIPUR 302001 RAJASTHAN

E-mail : [salt@suryasalt.com](mailto:salt@suryasalt.com), [account@suryasalt.com](mailto:account@suryasalt.com) (Ph): +91 141 2379483, 2372946

## POSTAL BALLOT FORM

Serial No.:

1. Name and Registered Address of the Sole/ First named Member :
2. Name(s) of Joint-Holder(s), if any :
3. Registered Folio No :  
/DP ID No.\* /Client ID No.\*  
(\*Applicable to Members holding shares in dematerialized form)
4. No. of Equity Shares held :

I / We hereby exercise my/our vote in respect of the Ordinary Resolution to be passed through Postal Ballot in respect of business stated in the Notice dated October 10, 2023 by sending my/ our assent / dissent to the said Ordinary Resolution by placing the tick (✓) mark at the appropriate box given below:

Sr. No.	Description of Resolution	No. of Shares	I/We assent to the Special Resolution (FOR)	I/We dissent to the Special Resolution (AGAINST)
1	Ordinary Resolution for increase in the Authorised Share Capital and consequent amendment to the Memorandum of Association.			
2	Appointment of Gajendra Singh Rathore (DIN:10328268) as an Independent Director of the Company			

Place:

Date :

Signature of  
Member

## ELECTRONIC VOTING PARTICULARS

EVSN (E-Voting Event Number)	USER ID	PAN/SEQUENCE NO.

**Note:** Please read instructions printed overleaf carefully before exercising your vote and also refer the procedure and instructions for e-voting given in the notice attached herewith

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**(A) General Instructions:**

1. This Postal Ballot Form is provided for the benefit of Members who do not have access to e-Voting facility.
2. A Member can opt for one mode of voting i.e. either through e-voting or by Postal Ballot Form. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Postal Ballot Form shall be treated as invalid.
3. For detailed instructions on e-Voting, please refer to the notes appended to the Notice of Postal Ballot which is being dispatched/ e-mailed to the Members whose names appear in the Register of Members as on close of business hours on **Friday, October 13, 2023**.
4. The Notice of the Postal Ballot has been uploaded on the website of the Company at [www.spectrumfoodsltd.com](http://www.spectrumfoodsltd.com) and can also be accessed from the website of the BSE at [www.bseindia.com](http://www.bseindia.com). The Notice of the Postal Ballot is also disseminated on the website of Central Depository Services (India) Limited (agency for providing e-voting facility) i.e., [www.evotingindia.com](http://www.evotingindia.com).
5. The Scrutinizer will collate the votes downloaded from the e-Voting system and votes received through Postal Ballot Form to declare the final result for the Resolution forming part of the Notice of Postal Ballot.
6. Voting Rights in the Postal Ballot Form/ e-voting cannot be exercised by proxy.

**(B) Process and manner for Members opting to vote by using Postal Ballot Form:**

7. A Member desiring to exercise vote by Postal Ballot should complete and sign this Postal Ballot Form as per the Specimen Signature Registered with the Company and send it to the Scrutinizer in the attached self-addressed Business Reply envelope. Postage will be borne and paid by the Company. However, envelope containing Postal Ballot Forms, if sent by courier/deposited in person at the expense of the registered Member will also be accepted.
8. In case of Joint holding, the Postal Ballot Form should be completed and signed by the first named Member and in his absence, by the next named Member.
9. The votes should be cast either in favour of or against the Resolution by putting the tick (✓) mark in the column provided for assent or dissent. Postal Ballot Form bearing tick (✓) in both the columns will render the form invalid.
10. The Voting Rights of members shall be in proportion of the share(s) held by them in the paid-up equity share capital of the Company as on **Friday, October 13, 2023**.
11. Duly completed Postal Ballot Form should reach the Scrutinizer not later than **5.00 P.M. (IST) on Wednesday, November 15, 2023**. All Postal Ballot Forms received after the date will be strictly treated as if therefrom such Member has not been received.
12. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorised signatory(ies) duly attested.
13. Unsigned or incomplete or incorrectly filled Postal Ballot Forms will be rejected.
14. Members are requested not to send any other matter/document along with the Postal Ballot Form in the enclosed self-addressed envelope. The Scrutinizer would destroy any extraneous paper found in such envelope.
15. Any Member may request for duplicate Postal Ballot Form, if so required. However, the duly filled induplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified in point 11 above.