



Ador Fontech Limited

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Postal Ballot and e-Voting

(i) Details regarding Postal Ballot and e-Voting

Notice is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactment for the time being in force) and pursuant to other applicable laws and regulations, the following resolutions are appended for (i) Increase in Authorised Share Capital and consequent amendment(s) to (a) the Memorandum of Association and (b) Articles of Association of the Company (ii) Issue of Bonus shares (including capitalisation of profits), which are proposed to be passed through Postal Ballot/Electronic voting (e-Voting). Notices have been sent to the Members whose email-ids are registered with the Company/Depository Participant(s) and in case of Members whose email-ids have not been registered, the Company has sent physical documents by the permitted mode. These documents are also available on the website of the Company at www.adorfon.com.

Members holding shares either in physical form or dematerialised form as on the cut-off date (August 2, 2019) may cast their vote electronically on the business set forth in the Notice - All businesses and resolutions are Special in nature.

(i) Increase in Authorised Share Capital to rupees ten crores (current rupees five crores) divided in to five crores equity shares of the nominal value of rupees two each and (a) consequent amendment to the Memorandum of Association and (b) Articles of Association of the Company. (ii) Capitalisation of profits be facilitated for issue of fully paid bonus shares (Aggregate amount of rupees three crores and fifty lakhs comprising rupees one point seven two crores from share premium and rupees one point seven eight crores from the general reserves of the Company). (iii) Issue of bonus shares in the ratio of 1:1 (one bonus equity share for every one existing equity share) held by the Members on the record date to be notified, which on approval will increase the paid-up share capital to rupees seven crores (current rupees three and half crores) divided in to three crores and fifty lakhs equity shares of rupees two each.

To facilitate Member's concurrence/approval to the proposal of the Board of Directors for issue of bonus shares to commemorate the 40th year of the formation of the Company, postal ballot with return of BRE (Business Reply Envelope) has been facilitated and the last date for return of postal ballot is September 9, 2019 at 5 p.m. In correlation, electronic voting system of the National Security Depository Limited (NSDL) remote 'e-voting' has also been organised. All the Members are informed that:

1. The business as set forth in the Notice to the Postal Ballot may be transacted through voting by electronic means.
2. The cut-off date for determining the eligibility to vote by electronic means is August 2, 2019.
3. The remote e-voting/postal ballot will commence on Sunday-August 11, 2019 at 9 a.m.
4. The remote e-voting/postal ballot will end on Monday-September 9, 2019 at 5 p.m.
5. E-voting shall not be allowed beyond 05.00 p.m. on September 9, 2019.
6. Members may note that once the vote on a resolution has been cast and/or confirmed by a Member, he/she shall not be allowed to change it subsequently.
7. Postal ballot being received/returned after 05.00 p.m. on September 9, 2019 will not be accepted.
8. Copy of the Postal Ballot Notice and Postal Ballot Form are available on the Company's website 'www.adorfon.com' or in download section of NSDL '<https://www.evoting.nsdl.com>'.

M/s. S Kannan and Associates (email id cs.skannan@gmail.com) has been appointed as the Primary Scrutiniser(s) by the Board to scrutinise the remote e-Voting and Voting process in respect of the Postal Ballot in a fair and transparent manner. Results will be declared at the registered office of the Company at 4 p.m. on Tuesday, September 10, 2019 and details thereof along with the Scrutiniser's report will be placed on (i) the website of the Company www.adorfon.com (ii) website of e-Voting Agency www.evoting.nsdl.com and will also be communicated to the BSE (Bombay Stock Exchange).

In case of any queries pertaining to e- voting, Member(s) may refer to the Frequently Asked Questions (FAQs) and e-Voting user manual available at the download section of <http://www.evoting.nsdl.com/> or contact NSDL at the following Telephone Nos.: 022-24994600. Contact details to address grievances, if any: (i) NSDL: Ms. Pallavi Mhatre, Manager {pallavid@nsdl.co.in or evoting@nsdl.co.in/ (022)-24994545} or (ii) The Company: Mr. Gagandeep Singh Assistant Company Secretary and Compliance Officer {gagans@adorfon.com/ (080) 25596045/25596073}.

Bengaluru
August 9, 2019

For **Ador Fontech Limited**
Compliance Officer