



Sun Retail Limited

CIN: L51909GJ2007PLC050974

Reg. Office: B/107, First Floor, Sakar-9, Nr. Old Reserve Bank, Opp. Times of India, Ashram Road, Ahmedabad-380009, Gujarat, India.

Phone: +91 9512521919

E-mail: sun_retail@yahoo.com

Website: www.sunretail.in

Sequence No.

Sr. No.

POSTAL BALLOT FORM

Name of the member(s):	
Registered Address:	
Folio No.:	
No. of Shares held:	
*DP ID:	
*Client ID:	

*Applicable to holders holding shares in demat / electronic form

I / We hereby exercise my / our vote in respect to the Ordinary / Special Resolution to be passed through Postal Ballot for the Business stated in the Postal Ballot Notice by sending my / our assent (FOR) or dissent (AGAINST) to the said resolution by placing the right mark (✓) at the appropriate box below:

Item No.	Item	Nature of Resolution	No. of Shares Held	Assent (FOR)	Dissent (AGAINST)
1.	Increase in Authorised Capital and Alteration of Capital Clause of Memorandum of Association to Rs. 62,50,00,000/- (Rupees Sixty Crores and Fifty Lakhs only) divided in to 62,50,00,000 (Sixty Two crore and Fifty Lakhs only) equity shares of face value of Rs. 1/- (Rupees One only) each.	Ordinary			
2.	Alteration in Object Clause III(A) of Memorandum of Association by adopting new object clause for the Company.	Special			
3.	Migration from SME Platform of BSE Limited to Main Board of BSE Limited	Special			

Place:

Date:

Signature of the Member

Note:

- Please read the instructions printed overleaf carefully before exercising your vote.
- If the voting rights are exercised electronically, there is no need to use this form.
- Last date for receipt of this Postal Ballot Form by Scrutinizer is on or before 5.00 P.M. Friday, April 28, 2023. Please note that any Postal Ballot Form(s) received after the said date and time will be strictly treated as if reply from the Member has not received.

INSTANCES IN WHICH THE POSTAL BALLOT FORM SHALL BE TREATED AS INVALID OR REJECTED

- a) A Form other than one issued by the company has been used or the Form has not been signed by or on behalf of the Member;
- b) Signature on the postal ballot form doesn't match the specimen signatures with the Company / RTA/ Depository;
- c) Neither assent nor dissent is mentioned or it is not possible to determine without any doubt the assent or dissent of the Member;
- d) Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
- e) The envelope containing the postal ballot form is received after the last date and time prescribed;
- f) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- g) It is received from a Member who is in arrears of payment of calls;
- h) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
- i) Member has made any amendment to the Resolution or imposed any condition while exercising his vote.

INSTRUCTIONS FOR POSTAL BALLOT

- ❖ Pursuant to provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, Assent or Dissent of the Members in respect of the Special Resolution/Ordinary Resolution contained in the Postal Ballot Notice dated March 24, 2023 is being sought through Postal Ballot Process.
- ❖ Any Member desiring to exercise his/her vote by Physical Postal Ballot, may send duly completed Postal Ballot Form in the enclosed self-addressed postage pre-paid Business Reply Envelope. The envelope bears the name of Mr. Himanshu Gupta, M/s Himanshu S K Gupta & Associates, Practicing Company Secretary, appointed as the 'Scrutinizer' for Postal Ballot Process by the Board of the Company & the address of the scrutinizer viz. 203, Abhijeet-1, Mithakhali Six Roads, Ellisbridge, Ahmedabad - 380006, Gujarat.
- ❖ **The Voting period will commence on and from Thursday, March 30, 2023 at 09.00 A.M. and ends on Friday, April 28, 2023 at 5:00 P.M.** The envelopes containing Postal Ballot Form should reach the Scrutinizer not later than 5:00 PM on April 28, 2023. Postal Ballot Form(s) may also be deposited personally at the Scrutinizer's Office.
- ❖ Consent must be accorded by placing a tick mark (√) in the column 'Assent (FOR)' or dissent must be accorded by placing a tick mark (√) in the column 'Dissent (AGAINST)'. Postal ballot form bearing (√) mark in both the column will render the form invalid. Voting in the Postal Ballot cannot be exercised by a Proxy.
- ❖ The Postal Ballot form should be completed and signed by the shareholder(s). In case of joint holding, the Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / RTA/ Depository) by the first named Member and in the absence of such Member, by the next named joint-holder. A Member may sign the Postal Ballot Form through an attorney, in such case certified true copy of the Power of Attorney should be attached to the Postal Ballot Form. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).
- ❖ In case of shares held by Companies, Trusts, Societies etc., the duly completed Postal Ballot Form, signed by the Authorised Signatory, should also be accompanied by a certified true copy of the Board Resolution/Authority Letter together with the specimen signature(s) of the duly Authorised Signatory(ies).
- ❖ A Member neither needs to use all his/her votes nor needs to cast all his/her votes in the same way.
- ❖ An incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, over-written, wrongly signed Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of Postal Ballot Form will be final.
- ❖ The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by Depositories or registered with the Company, in respect of shares held in dematerialized form or in physical form, respectively.
- ❖ Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on the cut-off date viz. Friday, March 24, 2023.
- ❖ A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly completed duplicate Postal Ballot Form should reach the Scrutinizer not later than the date and time specified above.
- ❖ No Member is entitled to vote on Postal Ballot unless all calls or other sums presently payable by him in respect of shares have been paid.
- ❖ Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage prepaid envelope, as all Postal Ballot(s) will be sent to Scrutinizer & any extraneous paper found in such envelope would be destroyed by Scrutinizer.
- ❖ Members are requested to fill Postal Ballot Form in indelible ink & avoid filling it by using erasable writing medium(s) like pencil.
- ❖ The resolution, if assented by requisite majority, shall be considered as passed on **Friday, April 28, 2023** (i.e. last date specified by the Company for receipt of duly completed Postal Ballot form or e-voting).
- ❖ The result of the Postal Ballot will be declared / announced on or before Friday, May 05, 2023 at the Registered Office of the Company. The results along with the Scrutinizer's Report shall be placed on the website of the Company viz. www.sunretail.in, be communicated to the Stock Exchanges viz. BSE Limited.

- ❖ In case of any query and grievances in relation to the resolution proposed to be passed may be addressed to Mr. Parin Shirishkumar Bhavsar, Company Secretary, At B/107. First Floor, Sakar-9, Nr. Old Reserve Bank, Opp. Times of India, Ashram Road, Ahmedabad-380009, Gujarat or email to sun_retail@yahoo.com
- ❖ Any query or grievance connected with the voting by Postal Ballot, other than E-Voting, may be addressed to the Company Secretary at sun_retail@yahoo.com or at the registered office or members may send mail at evoting@nsdl.co.in.
- ❖ **E-VOTING: In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & provisions of Section 108, 110 of the Companies Act, 2013 read with the Rules made thereto, the Company is pleased to provide E-Voting facility (through E-Voting Platform of NSDL), as an alternate which would enable the Member to cast votes electronically, instead of sending Physical Postal Ballot Form. Please note that E-Voting is optional. In case a Member has voted through E-Voting facility, he does not need to send the physical Postal Ballot Form. In case Member(s) cast their vote via both modes i.e. Physical Ballot as well as E-Voting, then voting done through E-Voting shall prevail and Physical Voting of that Member shall be treated as invalid. Members are requested to refer to the Postal Ballot Notice and Notes thereto, for detailed instructions with respect to E-Voting.**