NOTICE OF POSTAL BALLOT

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

MOTOR SALES LIMITED

Regd. Off.-11, Mahatma Gandhi Marg, Lucknow - 226001 Tel: 0522-2630830 to 38;

E-mail: cs@motorsales.in; Website: www.motorsales.co.in Corporate Identification Number: L65921UP1972PLC003642

Dear Members.

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, (the "Act") if any,read together with the Companies (Management and Administration) Rules, 2014, [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and all other applicable Laws and Regulations for seeking your consent, to pass the proposed resolutions appended hereunder by way of postal ballot which includes voting by electronic means: -

a. To approve delisting of the Equity shares from the Calcutta Stock Exchange.

Accordingly, the said Resolutions along with the explanatory statement pertaining, setting out the facts concerning and the reasons thereof, as required in terms of Section 102 of the Companies Act, 2013, is annexed hereto along with a Postal Ballot Form (the "Form") for your consideration.

The Board of Directors at their meeting held on 01st September, 2020 has approved Postal Ballot Notice, Postal Ballot and E-voting process and appointed Ms. Gunjan Goel (CP No. 16350) as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner

You are requested to carefully read the instructions printed on the Form, record your Assent (FOR) or Dissent (AGAINST) there in and return the same in original duly completed and signed in the attached self-addressed postage pre-paid Business Reply Envelope so as to reach the Scrutinizer on or before the close of working hours i.e. 5:00 P.M. on 11th October, 2020.

In compliance with provisions of Section 110 and Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79,the Company is offering e-voting facility to all its Members as an alternate mode to exercise the right to vote. The Company has engaged the services of Central Depository Services (India) Limited to provide E-voting facility to its Members. It may be noted that e-voting is optional. The Members can opt for only one mode of voting, i.e., either by Postal Ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical Postal Ballot Forms will be treated as invalid.

The Scrutinizer will submit his report to any Director and/or the Company Secretary and/or any other person so authorized by the Company after the completion of scrutiny and the result of the voting by Postal Ballot will be announced by any director and/or the Company Secretary of the Company, on 13th October, 2020 at 3.00 p.m. at the Corporate Office of the Company and will also be displayed on the Company website (www.motorsales.co.in), the website of Central Depository Services (India) Limited viz. https://www.evotingindia.com and communicated to the Stock Exchange(s), depositories, registrar and share transfer agent on the said date.

The last date for the receipt of duly completed Postal Ballot Forms or e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the members.

Item No. 1: To approve delisting of the Equity Shares from the Calcutta Stock Exchange

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

"RESOLVED THAT in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations 2015 (the "Delisting Regulations"), all applicable laws, rules, regulations, notifications, clarifications, guidelines subject to the approval of the members of the company and subject to such other statutory and/or contractual approvals, permissions, consents and sanctions as may be necessary and subject to such conditions or modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions by relevant authority including the Securities Contract(Regulation)Act 1956, Securities and Exchange Board of India Act 1992 applicable provisions of the Companies Act 2013, Listing Regulation, Calcutta Stock Exchange Limited (the "CSE") and which may be agreed to by the Board of Directors of the company (hereinafter referred to as the "Board" which shall include any committee which the Board of Directors may have constituted or may thereafter constitute for the time being for exercising the Powers conferred on the Board of Directors by this resolution) the approval of the Board is hereby accorded to company to Voluntary Delisting of the equity shares of the company from CSE after providing an exit opportunity to the existing equity shareholders (other than promoters /promoter group) upon the payment of price as may be determined in terms of the Delisting Regulations."

"RESOLVED FURTHER THAT Mr. Ajay Gupta and Mr. Akshat Gupta, Director be and hereby authorized severally to finalize postal ballot notice along with the necessary annexures in terms of draft placed before this meeting, calendar of events and to sign and issue the same as per requirements of the law to all concerned and to further do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary expedient, usual or appropriate in the best interests of the Company including signing of all necessary agreements, to settle all such questions, queries, doubts or difficulty which may arise in regard to voluntary delisting of the equity shares of the company and filing of necessary documents for discontinuance of permission to trade under the permitted securities category as may be necessary or required in giving effect to this resolution."

"RESOLVED FURTHER THAT Ms. Gunjan Goel, Practising Company Secretary is to be appointed as Scrutinizer to conduct the voting through postal ballot, to receive and scrutinize the completed ballot forms from the members, to submit report on the same and to all such acts as necessary in order to complete the postal ballot process in a fair and transparent manner."

RegisteredOffice: 11, Mahatma Gandhi Marg, Lucknow - 226001, Uttar Pradesh

Dated: 01st September,2020

ByOrderoftheBoard Sd/-Ajay Gupta Managing Director

(DIN: 00759028)

NOTES

- 1. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 and Rules made there under in respect of the business set out above are annexed here to along with Postal Ballot Form for your consideration.
- 2. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Skyline Financial Services, SEBI Registered Category-Ito provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Skyline Financial Services ataddress D- 153/A, 1st Floor, Okhla Industrial Area Phase-1, New Delhi 110020.
- 3. For maintenance of Members Register details like e-mail ID, Income Tax Permanent Account Number, Unique Identification Number, Corporate Identity Number, Father's/Mother's/Spouse's Name, Status and Occupation and Nationality etc. are required. The form for furnishing these details can be downloaded from the Company website www.motorsales.co.in and be sent to the Registrar and Share Transfer Agent.
- 4. Pursuant to SEBI circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, shareholders whose ledger folios do not have/have incomplete details with respect to PAN and Bank Account particulars are mandatorily required to furnish these details to the Issuer Company/RTA for registration in the folio. In case, you have not registered the details as yet with the Company or its Registrar and Transfer Agent, then you are requested to submit the following documents within 21 days of receipt of this communication:
 - Enclosed Form duly filled in and signed by all the shareholders (in case of joint holding).
 - Self-Attested Copy of PAN Card of all the shareholders,
 - Cancelled Cheque Leaf with Name (if name is not printed on cheque self-attested copy of first page of pass book) of all the shareholders and
 - Address Proof (self-attested copy of Aadhaar-Card of all the shareholders)

The members are also requested to inform Skyline Financial Services about changes in their address.

- 5. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Skyline Financial Services, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon. Members are also requested to appoint a Nominee for their shareholding.
- 6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
- 7. The Management Committee of the Board pursuant to authorization in this regard by the Board of Directors of the Company has appointed Ms. Gunjan Goel, Practicing Company Secretary (CP No. 16350) as the Scrutinizer for conducting the Postal Ballot/remote e-voting process in a fair and transparent manner.
- 8. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at cs@motorsales.in or to the scrutinizer at csgunjangoel@gmail.com.
- 9. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 01, 2020. A person who is not a member as on cut-off date should treat this notice for information purpose only.
- 10. In compliance with the General numbers 20/2020, 14/2020, 17/2020 and all other applicable laws and circulars issued by Ministry of Corporate Affairs (MCA), Government of India and Securities and Exchange Board of India (SEBI), the Notice are being sent only through electronic mode to those members whose email addresses are registered with the Company / depository participant(s).
- 11. In case shareholders have not registered/updated your email address with the Company/Depositories/Share Transfer Agent, kindly follow the below instructions. Updating the email ids will enable the Company to provide you with a copy of Notice and vote in Resolutions.

Instructions to register/update the Email ID:

Physical Holding	Send a mail to the Company and Registrars & Share Transfer Agent of the
	Company, Skyline Financial Servicesat admin@skylinerta.com respectively
	along with the scanned copy of the request letter duly signed by sole/first
	shareholder quoting the 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 Aadhar Card) for
	registering email address.

Demat Holding	Please contact your Depository Participant (DP) and register your email
	address.

- 12. The notice of the Postal Ballot will be sent to the members, whose names appear in the register of members / beneficial owners position list received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) depositories as at closing hours of business on September 01, 2020
- 13. The shareholders shall have one vote per equity share held by them as on the cut-off date of September 01, 2020. The facility of remote e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- 14. Investors who became members of the Company subsequent to the dispatch of the Notice/Email and holds the shares as on the cut-off date i.e. September 01, 2020 are requested to send the written / email communication to the Company at cs@motorsales.in by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for remote evoting.
- 15. Corporate / Institutional Members (i.e. Members other than individuals, HUF, NRI, etc.) opting for physical ballot are also required to send a certified true copy of the board resolution / power of attorney / authority letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer along with the Postal Ballot Form
- 16. The Scrutinizer will submit a consolidated Scrutinizer's report to the Chairman or any other Director after completion of the scrutiny and the result of the postal ballot/ remote e-voting process will be declared by 3 P.M. on Tuesday, 13th October 2020
- 17. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.motorsales.co.in and on the website of CDSL. The same will be communicated to the stock exchange viz. The Calcutta Stock Exchange Ltd., where the shares of the company are listed and shall also be published in the newspaper(s).
- 18. The Scrutinizer's decision on the validity of a Postal Ballot form shall be final and binding.
- 19. Members desirous of exercising vote through electronic means are requested to carefully follow the instructions given in this Postal Ballot Notice. The voting through electronic means will commence on Saturday, 12th September 2020 at [10:00A.M. IST] and will end on Sunday, 11th October 2020 at [5:00 P.M. IST]. The Members will not be able to cast their vote electronically beyond the date and time mentioned above.
- 20. Member(s) desirous of exercising vote by Postal Ballot Form are requested to carefully read the instructions printed on the Postal Ballot Form. The duly completed Postal Ballot Form is to be sent in the self-addressed Business Reply Envelope to the Scrutinizer not later than the close of working hours on Sunday, 11th October 2020 at [5:00 P.M. IST]. All Postal Ballot Forms received after this date will be treated as if reply from such Member has not been received. Also no other Form or photocopy thereof is permitted. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballots, if sent at the expense of the registered Member will also be accepted.
- 21. No Member can vote both by post and remote e-voting and if he votes both by post and e-voting, his vote by post shall be treated as invalid.
- 22. The resolutions, if approved, shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed postal ballot forms or remote e-voting.
- 23. The Resolution duly passed by this Postal Ballot Notice shall be deemed to have been passed at the meeting of the shareholders as per the provisions of the Section 110 of the Companies Act, 2013 read with the Governing Rules.

The Instructions For ShareholdersFor Remote e-voting

- i. The voting period begins on Saturday, 12.09.2020 at 10.00 a.m. and ends on Sunday, 11.10.2020 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 01.09.2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- ii. The shareholders should log on to the e-voting website 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.
- 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 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:

	For Shareholders holding shares in Demat Form and Physical Form			
<u>PAN</u>	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders			
	as well as physical shareholders)			
	• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to			
	use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.			
<u>Dividend</u>	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in			
Bank	the company records in order to login.			
<u>Details</u>	• If both the details are not recorded with the depository or company please enter the member id / folio			
OR Date	number in the Dividend Bank details field as mentioned in instruction (v).			
of Birth				
(DOB)				

- viii. 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.
- ix. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. <u>Click on the EVSN for the relevant <Company Name> on which you choose to vote.</u>
- xi. 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.
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii. 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.
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote,
- xv. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvi. 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.
- xvii. 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.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTION PROPOSED IN THIS NOTICE:

- 1. 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 provide Demat account detials (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.
- 3. The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

ANNEXURE TO THE NOTICE

ExplanatoryStatementPursuanttoSection102(1)oftheCompaniesAct,2013("theAct")

Item No.1: To approve delisting of the Equity Shares from the Calcutta Stock Exchange.

The equity shares of the Company are presently listed only on the Calcutta Stock Exchange of India (CSE). Trading on CSE is closed since last 15 years and more. The Promoter and Promoter Group has informed the Company vide their letter dated -10.08.2020 of their intention to voluntary delist the equity shares of the Company from the Stock Exchange in accordance with the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("Delisting Regulations"). Delisting and Substantial acquisition of equity shares and voting rights will enable the Promoter and Promoter Group to: (A) obtain full ownership of the Company, which will in turn provide enhanced operational flexibility to support the Company's business; (B) save compliance costs and reduction in dedicating management time to comply with the requirements associated with the continued listings, which can be refocused on the Company's Business; and (C) provide an exit opportunity to the public shareholders of the Company. In view of the above, The Promoter and Promoter Group believe that the Delisting Proposal can provide the Public Shareholders an opportunity to exit from the Company at a price discovered in accordance with the Delisting Regulations.

RegisteredOffice: 11, Mahatma Gandhi Marg, Lucknow - 226001, Uttar Pradesh

Dated: 01st September,2020

ByOrderoftheBoard Sd/-Ajay Gupta Managing Director

(DIN: 00759028)

FORM FOR FURNISHING PAN AND BANK DETAILS

To, Skyline Financial Services SEBI Registered Category –I Address - D-153/A, 1st Floor, Okhla Industrial Area Phase-1, New Delhi - 110020

Dear Sir,

Unit: Motor Sales Limited

Folio No.:

I/we hereby furnish our folio details along with PAN and Bank Account details for update in your records.

I/we are enclosing herewith:

- 1) Self-attested copies of PAN Cards of all the Shareholder(s),
- 2) Original cancelled cheque leaf with name (if name is not printed on cheque self attested copy of the first page of the pass book of the bank) and
- 3) Address Proof viz., Aadhaar Card of all the shareholder(s), duly self attested, as required for updation of the details:

Folio No.											
Address of the sole/first named shareholder as per the share certifica											
Mobile No.											
E-Mail id											
Bank Account Details of	Sole/First Shareholder: (fo	or electron	<u>ic credi</u>	t of div	<u>vidend</u>	<u>ls)</u>					
Name of the Bank											
Name of the Branch											
Account Number (as app	pearing in your cheque book	;)									
Account Type (Please tie	ck as applicable)		Savin	g		Cur	rent		Cash C	redit	
9 Digit MICR Number (a by the bank)	s appearing on the MICR che	eque issued									
11 Digit IFSC Code											
						_				_	
	Name		P	PAN				Si	gnature	:	

	Name	PAN	Signature
First Holder :			
JointHolder1:			
JointHolder2:			

Date:

Place:

NB: The above details will not be updated if the supporting documents are not attached and not duly signed by all the shareholders.

MOTOR SALES LIMITED

Regd. Off. -11, Mahatma Gandhi Marg, Lucknow - 226001 Tel: 0522-2630830 to 38;

E-mail: cs@motorsales.in; Website: www.motorsales.co.in Corporate Identification Number:L65921UP1972PLC003642

POSTAL BALLOT FORM

Postal	Ballot	No.:	

Place:

Date:

1.	NameofSole/FirstShareholder/: Beneficial Owner and its Registered Address			
2.	Name(s) of Joint Holders (if any):			
3.	Registered Folio No./ : DP-ID No. / Client ID No.			
4.	No. of Equity Shares held :			
the 1	hereby exercise my/our vote in respect of the following resolutions to Notice of the Company dated 01^{st} September, 2020 by conveying n $\sqrt{}$ mark at the appropriate box below:			
Seria No	Description of the Resolutions	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution for Approval of delisting of the Equity Shares from the Calcutta Stock Exchange.			

The Company is pleased to offer all its Members,e-voting facility as an alternative mode for casting their votes electronically, instead of conveying the Postal Ballot Forms to the Scrutinizer. However, e-voting is optional.

Signature of the Shareholder / Beneficial Owner

ELECTRONIC VOTING PARTICULARS

EVEN (E-voting Event Number)	USER ID	PASSWORD		

Note: (i) If the voting Rights are exercised electronically, there is no need to use the form.

- (ii) Please read carefully the instructions overleaf before exercising the Vote.
- (iii) The Voting period will start on 12th September, 2020 at 10:00A.M. and will end on 11th October, 2020 at 05:00P.M.

INSTRUCTIONS

- A Member desiring to exercise vote by Postal Ballot may complete this Postal Form and send it to the Scrutinizer in the attached self-addressed post age prepaid business reply envelope. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot, if sent by courier at the expenses of the Members will also be accepted.
- This Postal Ballot Form should be completed and signed (as per specimen signature(s) registered with the Company) by the shareholder. In case of joint shareholding, this form should be completed and signed (asper specimen signature(s) registered with the Company) by the first named shareholder and in his/her absence, by the next named shareholder. Holders of Power of Attorney (POA) on behalf of member may vote on the Postal Ballot mentioning the registration no. of the POA and enclosing an attested copy of POA. Unsigned Postal Ballot forms will be rejected.
- 3. Members are requested to fill the Postal Ballot Form in indelible ink (avoid filling it by using pencil etc.)
- 4. Where the Postal Ballot Form has been signed by an authorised representative of a Body Corporate / Trust / Society etc., a certified copy of the relevant authorisation to vote on the Postal Ballot should accompany the Postal Ballot Form. Where the form has been signed by the President of India or of the Governor of a State, a certified copy of the nomination should accompany the Ballot Form. A Member may sign the form through an Attorney specifically appointed for this purpose, in such case an attested true copy of the Power of Attorney should also be attached to the Ballot Form.
- 5. Members are requested not to send any paper (other than the resolution/authority as mentioned under Instruction 4 above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid business reply envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
- 6. The consent should be given either in favor or against by putting the tick mark (√) in the column provided for assent or dissent. Ballot papers bearing tick marks in both the columns will render the Postal Ballot Form invalid. Incomplete,unsigned or incorrect filled Postal Ballot Form will be rejected.
- 7. Facility of voting through electronic mode is also being provided by the Company. (for Instructions please see the Notice)
- 8. Duly completed Postal Ballot Form should reach as per the address mentioned on the envelope, on or before the close of working hours i.e.05:00 P.M.on11th October, 2020. The Postal Ballot received after this date will not be considered and treated as if the reply from the Member has not been received.
- 9. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Shareholders/ Beneficial Owners on the relevant date/Cut-Off date i.e.01st September, 2020.
- 10. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be mailed at cs@motorsales.in of the Company.
- 11. The vote of a Member will be considered in valid on any of the following grounds:
 - a. If the Member's signature does not tally, or if the Postal Ballot Form is not signed as per the process mentioned above;
 - b. if the Member has marked his/her/its vote both 'FOR' and 'AGAINST' in the Postal Ballot Form in such a manner that the aggregate shares voted 'FOR' and 'AGAINST' exceeds the total number of shares held under serial no.4 of the Postal Ballot Form;
 - c if the Ballot paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the identity of the Member or the number of votes or as to whether the votes are in favor or against or inability of the signature to be verified or on one or more of the above grounds.
 - d. Member(s) shall opt for one mode of voting. If a Member has opted for e-voting then he should not vote by physical Ballot and vice-versa. However, if the Members cast their vote by physical Ballot as well as through e-voting, then the voting through physical Ballot shall be treated as invalid.
- 12. Postal Ballot Forms which are in complete or unsigned or defective in any manner are liable to be rejected.

 The Scrutinizer's decision in this regard shall be final and binding.

Members can also download the Postal Ballot Form from Company's website www.motorsales.co.in_or seek duplicate Postal Ballot Form from Skyline Financial Services, Registrar and Share Transfer Agent at D-153/A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi – 110020.