

27<sup>th</sup> January 2024

To,  
**Listing Department,**  
**BSE Limited,**  
1<sup>st</sup> Floor, P J Towers,  
Dalal Street, Mumbai 400001.

**Scrip Code** : 542866  
**Scrip Id** : COLABCLOUD

Dear Sir/Madam,

**Sub: Submission of postal ballot notice dated 24<sup>th</sup> January 2024.**

Pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, attached herewith the Notice of Postal Ballot along with the Explanatory Statement sent to the members of the Company for seeking their consent for the Businesses as set out in the Notice.

You are requested to take the above cited information on your records.

Thanking You,

**For Colab Cloud Platforms Limited**  
*(Formerly known as JSG Leasing Limited)*

**Deepika Undhad**  
**Company Secretary and Compliance Officer**  
**Membership No: A41244**

Encl.: As above

CC:

- National Securities Depository Limited**  
4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.
- Central Depository Services (India) Limited**  
Marathon Futurex, A-Wing, 25th floor, N.M. Joshi Marg, Lower Parel (East), Mumbai - 400 013.
- Satellite Corporate Services Private Limited**  
Office No. 106/107, Dattani Plaza, East West Compound, Andheri Kurla Road, Safedpul Sakinaka, Mumbai, Maharashtra - 400072.

## Colab Cloud Platforms Limited

(formerly known as JSG Leasing Limited)

CIN: L65993DL1989PLC038194

Reg. Office Address: 125, 2<sup>nd</sup> Floor, Shahpur Jat, New Delhi - 110 049.

Tel: 8828865429 ; E-mail: [jsgleasinglimited@gmail.com](mailto:jsgleasinglimited@gmail.com); Website: [www.jsgleasinglimited.ltd](http://www.jsgleasinglimited.ltd)



### POSTAL BALLOT NOTICE

[Pursuant to Section 108, 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Dear Shareholder(s),

E-voting commence on	E-voting concludes on	Cut-off date for eligible shareholders
30 <sup>th</sup> January 2024 at 9.00 A.M.	28 <sup>th</sup> February 2024 at 5.00 P.M.	19 <sup>th</sup> January 2024

**NOTICE** is hereby given pursuant to the provisions of Section 110 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (collectively the "Act", which shall include any statutory modifications, amendments or re-enactments thereto) read with General Circular Nos. 14/2020 dated 08<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020, 22/2020 dated 15<sup>th</sup> June 2020, 33/2020 dated 28<sup>th</sup> September 2020, 39/2020 dated 31<sup>st</sup> December 2020, 10/2021 dated 23<sup>rd</sup> June 2021, 20/2021 dated 08<sup>th</sup> December 2021, 3/2022 dated 05<sup>th</sup> May 2022 and 11/2022 dated 28<sup>th</sup> December 2022, issued by the Ministry of Corporate Affairs, Government of India (the "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 (the "Listing Regulations") and any other applicable law, circulars, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for seeking approval of the shareholders by way postal ballot ("Postal Ballot") through remote e-voting and Postal Ballot Form for the following special /ordinary resolutions considered as special businesses:

Sr. No.	Particulars
1.	Regularization of appointment of Mr. Rohit Singh (DIN: 10455367) as an Independent Director of the company.
2.	Regularization of appointment of Mrs. Anupriya Sharma (DIN: 10477666) as an Independent Director of the company.
3.	Sub-Division/Split of equity share of the Company consequent alteration of Capital Clause of the Memorandum of Association.
4.	Increase in authorized share capital and consequent amendment to the capital clause of the Memorandum of Association.
5.	Issue of Bonus Shares to the equity shareholders of the Company.
6.	Shifting of Registered Office of the Company from the state of Delhi to the state of Maharashtra.

An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons / rationale thereof form part of this Postal Ballot Notice.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the SEBI LODR Regulations, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for facilitating e-voting. The Company has made necessary arrangements with Satellite Corporation Services Pvt. Ltd., Registrar and Share Transfer Agent ("RTA") to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

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Pursuant to Rule 22(5) of the Management Rules, the Board has appointed M/s. **Jaymin Modi & Co., Company Secretaries (COP: 16948 and PRC: 2146/2022)**, as the scrutinizer ("Scrutinizer") for conducting the Postal Ballot / e-voting process in a fair and transparent manner. The Scrutinizer is willing to be appointed and be available for the purpose of ascertaining the requisite majority.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than **5:00 P.M. (IST) on Wednesday, 28<sup>th</sup> February, 2024**. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time. The envelopes containing the Postal Ballot Form should reach the Scrutinizer not later than the close of business hours i.e. on Wednesday, 28<sup>th</sup> February 2024 at 05.00 PM.

The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman") or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 48 working hours from the conclusion of the e-voting. The result declared along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice. The last date of e-voting, i.e., **Wednesday, 28<sup>th</sup> February, 2024**, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

**SPECIAL BUSINESSES:**

**Item No. 1 - Regularization of appointment of Mr. Rohit Singh (DIN: 10455367) as an Independent Director of the Company:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 (1) and all other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations"), the Articles of Association of the Company, based on recommendation of the Nomination and Remuneration Committee and approval of Board of Directors of the Company, Mr. Rohit Singh (DIN: 10455367), who was appointed as an Additional Director, designated as Non-executive Independent Director by the Board of Directors of the Company with effect from 24<sup>th</sup> January, 2024, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 24<sup>th</sup> January 2024.

**RESOLVED FURTHER THAT** any of the Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered expedient and necessary to give effect to this resolution."

**Item No. 2 - Regularization of appointment of Mrs. Anupriya Sharma (DIN: 10477666) as an Independent Director of the Company:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 (1) and all other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing

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Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations"), the Articles of Association of the Company, based on recommendation of the Nomination and Remuneration Committee and approval of Board of Directors

of the Company, Mrs. Anupriya Sharma (DIN: 10477666), who was appointed as an Additional Director, designated as Non-executive Independent Director by the Board of Directors of the Company with effect from 24<sup>th</sup> January, 2024, and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 24<sup>th</sup> January 2024.

**RESOLVED FURTHER THAT** any of the Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered expedient and necessary to give effect to this resolution."

**Item No. 3 - Sub-Division/Split of equity share of the Company consequent alteration of Capital Clause of 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(1)(d), 64 and all other applicable provisions of the Companies Act, 2013 ("the Act") [including any statutory modification(s), notifications, circulars issued thereunder or re-enactment(s) thereof, for the time being in force], the Companies (Share Capital and Debentures) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Article 37 of the Articles of Association of the Company and subject to such permissions, consents and approvals as may be required from concerned statutory authorities, approval of the members of the Company be and is hereby accorded for sub-division/ split of existing fully paid-up equity shares of the Company from 1 (one) equity share having face value of Rs. 10/- (Rupees ten only) each into 5 (Five) equity shares having face value of Rs. 2/- (Rupees Two only) each, ranking pari-passu in all respects with effect from such date as may be fixed for this purpose ("Record Date") by the Board (hereinafter the term 'Board', shall be deemed to encompass any committee formed by the Board, including those constituted by the Board subsequently, and any individual authorised by the Board) of the Company.

**RESOLVED FURTHER THAT** pursuant to the sub-division/ split of equity shares, the authorised share capital of the Company shall stand sub-divided as follows:

Type of Capital	Pre-sub-division			Post sub-division		
	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)
Authorised Share Capital	1,60,00,000	10	16,00,00,000	8,00,00,000	2	16,00,00,000

**RESOLVED FURTHER** that pursuant to the sub-division/ split of equity shares, the Issued, Subscribed and Paid-up equity share capital of the Company, shall stand sub-divided as follows:

Type of Capital	Pre-sub-division			Post sub-division		
	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)	No. of equity shares	Face Value (in Rs.)	Total Share Capital (in Rs.)
Issued, Subscribed and Paid-up Share Capital	1,02,00,000	10	10,20,00,000	5,10,00,000	2	10,20,00,000

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**RESOLVED FURTHER THAT** upon sub-division/ split of equity shares as aforesaid and with effect from the Record Date:

- a) for the equity shares held in physical form, the existing share certificate(s) in relation to the said equity shares, shall be deemed to have been automatically cancelled and shall be of no effect and the Board, without requiring the members to surrender their existing share certificate(s), shall issue new share certificate(s) of the Company and shall comply with the prevailing laws/ guidelines in this regard; and
- b) for the equity shares held in dematerialized form, the sub-divided equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the members held with their depository participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s).

**RESOLVED FURTHER THAT** pursuant to the provisions of the Act and the Rules made thereunder, consent of members of the Company be and is hereby accorded to substitute the existing Clause V of the Memorandum of Association of the Company with the following new clause:

**“V. The authorized share capital of the Company is Rs. 16,00,00,000/- (Rupees Sixteen Crores only) consisting of 8,00,00,000 (Eight Crores) Equity Shares having face value of Rs. 2/- (Rupees Two only) each with power to increase and /or reduce the capital of the Company as provided in the Articles of the Company.”**

**RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things including to fix and announce the Record Date, to make appropriate adjustments on account of sub-division/ split of equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the sub-division/ split of the equity shares as aforesaid and to carry out/ execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations, without seeking any further approval/ consent of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto and for matters connected therewith or incidental thereto expressly by the authority of this resolution.

**Item No. 4 - Increase in Authorised Share Capital and consequent alteration of Capital Clause of 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 Sections 61 & 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and reenactment(s) thereof for the time being in force) and the rules framed thereunder, subject to such approvals, permissions and sanctions, if any, as may be necessary from any concerned authorities, the consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 8,00,00,000 (Eight Crores) Equity Shares of Rs. 02/- (Rupees Two Only) each to Rs. 45,00,00,000/- (Rupees Forty-Five Crores only) divided into 22,50,00,000 (Twenty-Two Crores Fifty Lakhs) Equity Shares of Rs. 02/- (Rupees Two Only) each, by creation of additional 14,50,00,000 (Fourteen Crores Fifty Lakhs) Equity Shares of Rs. 2/- (Rupees Two only) 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.

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**RESOLVED FURTHER THAT** the existing clause V of the Memorandum of Association of the Company be and is hereby altered by substituting with the following clause:

*V. The Authorized Share Capital of the Company is Rs. 45,00,00,000/- (Rupees Forty-Five Crores only) divided into 22,50,00,000 (Twenty-Two Crores Fifty Lakhs) Equity Shares of Rs. 02/- (Rupees Two only) each with power to increase and/or reduce the capital of the Company as provided in the Articles of the Company."*

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as "Board" which term shall include a Committee thereof authorized for the purpose) be and is hereby authorized to take all such steps and actions and give such directions as may be in its absolute discretion deemed necessary and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to sign and execute all necessary forms, documents and papers as may be deemed necessary and expedient in connection with the aforesaid matter and to do such acts and deeds required to give effect to the aforesaid resolutions."

### **Item No. 5 - Issue of Bonus Shares to the equity shareholders of the Company:**

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

**"RESOLVED THAT** pursuant to the provisions of Section 23 and 63 and other applicable provisions of the Companies Act, 2013 ("the Act") read with rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, the Foreign Management Act, 1999 and Article 40 of the Articles of Association of the Company, and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf), and subject to such approvals as may be required in this regard, approval of the Members be and is hereby accorded to the Board for capitalization of such sum standing to the credit of Free Reserves, and/or the Securities Premium account, or such other account(s) as may be considered necessary by the Board for the purpose of issuance and allotment of fully paid-up Bonus Equity Shares of Rs. 2/- (Rupees Two only) each of the Company, to the holders of the existing equity shares of the Company post sub-division, in the proportion of [1:1] i.e 1 (One) equity shares for every 1 (One) existing equity share held by the Members of the Company whose names appear in the Register of Members maintained by the Company/ List of Beneficial Owners of the Depository as on the Record Date to be determined by the Board and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such Member.

**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as existing on such date as may be fixed in this regard by the Board.

**RESOLVED FURTHER THAT** the bonus shares so allotted shall subject to the Memorandum of Association and Articles of Association of the Company.

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**RESOLVED FURTHER THAT** in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board who would hold them in trust for such Members and shall as soon as possible sell such equity shares at the prevailing market rate and the net sale proceeds of such equity shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members who are entitled to such fractions in the proportion of their respective fractional entitlements.

**RESOLVED FURTHER THAT** no allotment letter shall be issued to the allottees for the allotment of bonus equity shares.

**RESOLVED FURTHER THAT** the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Overseas Citizen of India, Overseas Corporate Bodies (OCBs), Foreign Portfolio Investors (FPIs) and other foreign investors of the Company will be subject to the approval if any, of the Reserve Bank of India under the Foreign Exchange Management Act, 1999, as amended or any other Regulatory authority, if any, as may be deemed necessary.

**RESOLVED FURTHER THAT** for Members who holds shares in dematerialized form, the bonus equity shares shall be credited to the demat account of the respective allottees, as the case may be, and in case of allottees who hold equity shares in physical form, the share certificate(s) in respect of the bonus equity shares will be dispatched within such time as prescribed by law and the relevant authorities, from time to time.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of the bonus equity shares so allotted on the Stock Exchanges where the securities of the Company are listed as per the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time and other applicable laws, rules, regulations and guidelines.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions, the Board including any Committee of the Board or person authorised by the Board, be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and as it may in its sole and absolute discretion deem necessary, expedient or incidental in regard to issue of bonus shares, filing of any documents with the Securities and Exchange Board of India, Stock Exchanges where the shares of the Company are listed, Depositories, Ministry of Corporate Affairs and/ or any concerned authorities, applying and seeking necessary listing approvals from the Stock Exchanges, and to settle any question, difficulty or doubt that may arise in regard thereto.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board including any Committee of the Board or person authorised by the Board, be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms/documents with the appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto."

**Item No. 6 - Shifting of Registered office of the Company from the state of Delhi to the state of Maharashtra:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or re-enactment(s) thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and subject to the approval of Central Government (Powers delegated to Regional Director) and such other approvals, permissions and sanctions as may be

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required under the provisions of the Act or under any other law for the time being in force, the consent of the Members of the Company be and is hereby accorded for shifting of the Registered Office of the Company from the "State of Delhi" to the "State of Maharashtra".

**RESOLVED FURTHER THAT** upon shifting of the registered office becoming effective, the existing Clause-II of the Memorandum of Association of the Company be substituted with the following new clause:

**"II. The Registered Office of the Company will be situated in the State of Maharashtra."**

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to finalize the address of Registered Office of the Company in the State of Maharashtra, as they may consider appropriate.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the "Board", which terms shall deem to include any of its duly constituted committee) or any officer/executive/representative and/or any other person so authorized by the Board be and are hereby severally authorised to make necessary application to the Central Government, Regional Director, Registrar of Companies and other regulatory authorities in this matter, to appear before them, to make any modifications, changes, variations, alterations or revisions stipulated by the concerned authorities while according approval or consent, and to do all such acts, deeds, matters and things as may be necessary / incidental / ancillary to give effect to this resolution including execution / signing / filing of necessary forms / documents / affidavits / indemnity / undertakings / declarations as may be required, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to engage counsels / consultants / executives / advisors to represent the Company and appear on its behalf before the Central Government, Regional Director, Registrar of Companies, and other regulatory authorities in this matter and obtain the necessary directions and/or Order(s) upon confirmation by the concerned Regulatory Authority and do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution including but not limited to signing, certification and filing of the e-Forms with the Registrar of Companies."

By Order of the Board  
Colab Cloud Platforms Limited  
(Formerly known as JSG Leasing Limited)

Sd/-

Deepika Undhad  
Company Secretary and Compliance Officer  
Membership No: A41244

Place: New Delhi

Date: 24<sup>th</sup> January 2024



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**NOTES:**

1. The relevant Explanatory Statement pursuant to Section 102 read with Section 110 of the Act and Rule 22 of the Rules setting out the material facts and reasons for the proposed Resolution of the Postal Ballot Notice is appended herein below for your consideration.
2. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide Remote e-Voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to Remote e-Voting is mentioned in this Notice.
3. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding Remote e-Voting is being sent by electronic mode only to those Members whose names appear in the Register of Members / list of Beneficial Owners, maintained by the Company / Depositories as at close of business hours on **Friday, 19<sup>th</sup> January 2024 (i.e. Cut-off date)**, and whose e-mail IDs are registered with the Depository Participants (DPs) or with the Company or its Registrar and Transfer Agent as on the Cut-off date and will be sent to those member who will register their e-mail address in accordance with the process outlined in this Notice. For Members who have not registered their e-mail IDs, please follow the instructions being part of this notice.
4. A copy of the Postal Ballot Notice is available on the website of the Company at [www.jsgleasinglimited.ltd](http://www.jsgleasinglimited.ltd), website of the stock exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of our e-Voting agency i.e. Central Depository Services (India) Limited ('CDSL') e-voting website at [www.evotingindia.com](http://www.evotingindia.com).
5. All documents referred to in the Postal Ballot Notice will also be available electronically for inspection, without any fee, to Members from the date of circulation of the Postal Ballot Notice up to the closure of the voting period. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to [jsgleasinglimited@gmail.com](mailto:jsgleasinglimited@gmail.com) from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.
6. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.
7. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e., **Friday, 19<sup>th</sup> January, 2024**. Members whose names appear in the Register of Members / List of Beneficial Owners as on the Cut-off Date shall only be considered eligible for the purpose of Remote e-Voting and those members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the Remote e-Voting process. Any person who is not a member as on the Cutoff date should treat this Postal Ballot Notice for information purpose only.
8. The Remote e-Voting will commence on **Tuesday, 30<sup>th</sup> January, 2024 at 9:00 A.M. (IST)** and will end on **Wednesday, 28<sup>th</sup> February, 2024 at 5:00 P.M. (IST)**. During this period, members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote electronically. The Remote e-Voting will be blocked by CDSL immediately thereafter and will not be allowed beyond the said date and time.
9. Last date for receipt of the Postal Ballot form by the Scrutinizer is **Wednesday, 28<sup>th</sup> February, 2024**. Postal Ballot forms should be sent at the registered office of the company.
10. Once the votes on the Resolution are casted by the Member, the Member shall not be allowed to change these subsequently.
11. The Board of Directors of the Company has appointed M/s. Jaymin Modi & Co., Company Secretaries (COP: 16948 and PRC: 2146/2022), as Scrutinizer, to scrutinize the Postal Ballot through Remote e-Voting process and postal ballot forms in a fair and transparent manner. He has communicated his willingness for such an appointment and will be available for the same.
12. The Scrutinizer will submit his report to the Chairman or any other person authorised by the Chairman after the completion of scrutiny and the result of the voting by postal ballot through the Remote e-Voting process will be

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announced by the Chairman, or such person as authorised, on or before **Friday, 01<sup>st</sup> March 2024**. The Scrutinizer's decision on the validity of the e-voting shall be final and binding.

13. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.jsgleasinglimited.ltd](http://www.jsgleasinglimited.ltd) immediately after the result is declared by the Chairman or any other person authorized by him, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed.
14. The Resolution, if approved by the requisite majority through Postal Ballot, shall be deemed to have been passed on **Wednesday, 28<sup>th</sup> February, 2024**, i.e., the last date specified for receipt of votes through the Remote e-Voting process.

**THE DETAILS OF THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE EXPLAINED HEREIN BELOW:**

**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 voting period begins on **Tuesday, 30<sup>th</sup> January, 2024** from 9.00 a.m. (IST) and shall end on **Wednesday, 28<sup>th</sup> February, 2024** 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 (record date) of **Friday, 19<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<sup>th</sup> December 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.

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.

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

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09<sup>th</sup> December 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.

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Pursuant to above said 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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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. 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><li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL 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.</li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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.</li></ol>
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"><li>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.nsdl.com">https://eservices.nsdl.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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li><li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 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</li></ol>

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	redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for eVoting 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.

**Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.**

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	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 NSDL	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: 022 - 4886 7000 and 022 - 2499 7000

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

(iv) Login method for 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:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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>

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Dividend Bank Details OR 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>
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- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (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 evoting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant Colab Cloud Platforms 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.
- (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).

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- 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; [jsgleasinglimited@gmail.com](mailto:jsgleasinglimited@gmail.com), 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.**

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400 013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 22 55 33.

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**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**Item No. 1:**

The Board of Directors ('the Board') upon recommendation of Nomination and Remuneration Committee, at the board meeting held on 24<sup>th</sup> January 2024, appointed Mr. Rohit Singh (DIN: 10455367) as an Additional Non-Executive Independent Director of the Company as per the provisions of the Companies Act, 2013 and Articles of Association of the Company.

As per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

Accordingly, approval of the shareholders is sought to comply with the Listing Regulations. Mr. Rohit Singh is eligible for appointment as a Non-Executive Independent Director not liable to retire by rotation.

Mr. Rohit Singh has given his consent to act as a Director of the Company pursuant to Section 152 of the Act.

Mr. Rohit Singh has further confirmed that he is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by SEBI.

The details of Mr. Rohit Singh as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in "ANNEXURE - I" to this Notice.

The Board of Directors recommends the resolution no. 1 of this Notice, for appointment of Mr. Rohit Singh as an Independent Director of the Company, not liable to retire by rotation, for approval of the Members.

Except Mr. Rohit Singh, none of the other Directors, Key Managerial Personnel and their relatives, are concerned or interested, financially or otherwise, in the said Resolution.

**Item No. 2:**

The Board of Directors ('the Board') upon recommendation of Nomination and Remuneration Committee, at the board meeting held on 24<sup>th</sup> January, 2024, appointed Mrs. Anupriya Sharma (DIN: 10477666) as an Additional Non-Executive Independent Director of the Company as per the provisions of the Companies Act, 2013 and Articles of Association of the Company.

As per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment or re-appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

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The Company has received a declaration from her to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of SEBI Listing Regulations, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties.

Accordingly, approval of the shareholders is sought to comply with the Listing Regulations. Mrs. Anupriya Sharma is eligible for appointment as a Non-Executive Independent Director not liable to retire by rotation.

Mrs. Anupriya Sharma has given her consent to act as a Director of the Company pursuant to Section 152 of the Act.

Mrs. Anupriya Sharma has further confirmed that she is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by SEBI.

The details of Mrs. Anupriya Sharma as required under the provisions of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in "ANNEXURE - I" to this Notice.

The Board of Directors recommends the resolution no. 2 of this Notice, for appointment of Mrs. Anupriya Sharma as a Director of the Company not liable to retire by rotation, for approval of the Members.

Except Mrs. Anupriya Sharma, none of the other Directors, Key Managerial Personnel and their relatives, are concerned or interested, financially or otherwise, in the said Resolution.

**Item No. 3:**

Based on the recommendation of the Stakeholders Relationship Committee ("SRC"), the Board of Directors at its Meeting held on 24<sup>th</sup> January 2024 approved, subject to the approval of members of the Company and statutory authority(ies), if any, the sub-division/ split of equity shares of the Company, such that 1 (one) equity share having face value of Rs. 10/- (Rupees ten only) each, fully paid-up, be sub-divided into 5 (Five) equity shares having face value of Rs. 02/- (Rupees two only) each, fully paid- up, ranking pari-passu in all respects with effect from such date as may be fixed for this purpose by the Board ("Record Date").

In the opinion of the Board of Directors, the proposed sub-division/ split will improve liquidity of the Company's equity shares in the capital Market and is expected to encourage the participation of small investors and retail investors by making company's share more economical to the investor. The Board of Directors, therefore, recommends an Ordinary Resolution as set out in the accompanying Notice for the approval of the members of the Company in accordance with the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The sub-division/ split of equity shares of the Company as aforesaid will require alteration to the existing Capital Clause i.e., Clause V of the Memorandum of Association of the Company. There will not be any change in the amount of authorised, subscribed, issued and paid-up share capital of the Company on account of sub-division/ split of the equity shares. Further, such sub-division/ split shall not be construed as reduction in share capital of the Company, in accordance with the applicable provisions of the Companies Act, 2013.

Draft copy of the altered Memorandum of Association of the Company and other documents would be available for inspection without any fee by the members at the Registered Office of the Company during business hours on any working day, excluding Saturday, up to the date of closure of remote e-Voting period i.e., Wednesday, 28<sup>th</sup> February 2024.



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None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned with or interested, financially or otherwise in the proposed resolution as set out in the accompanying Notice except to the extent of their shareholding in the Company, if any.

The Board recommends this resolution as set out in **Item No. 3** of the Notice for your approval as an Ordinary Resolution.

### Item No. 4:

In view of future capital requirements, the Company proposes to increase its Authorized Share Capital of the Company from existing Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 8,00,00,000 (Eight Crores) Equity Shares of Rs. 02/- (Rupees Two Only) each to Rs. 45,00,00,000/- (Rupees (Rupees Forty-Five Crores only) divided into 22,50,00,000 (Twenty-Two Crores Fifty Lakhs) Equity Shares of Rs. 02/- (Rupees Two Only) each. Accordingly, the Company requires to pass an ordinary resolution to increase the Authorized Share Capital and alteration of Clause V of the Memorandum of Association of the Company.

The members may also note that pursuant to the provisions of the Companies Act, 2013 and Rules made there under, alteration of Authorized Share Capital of the Company requires approval of Members of the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at **Item No. 4** be passed as an Ordinary Resolution.

### Item No. 5:

The equity shares of your Company are listed and actively traded on the BSE Limited. With a view to encourage the participation of retail investors in the long term, increasing the overall tradeable float/activity level in the Equity shares and retail diversification of shareholding, the Board of Directors at its meeting held on 24<sup>th</sup> January 2024, subject to consent of the members of the Company, approved and recommended issue of bonus equity shares of Rs. 02/- (Rupees Two only) each credited as fully paid-up to eligible members of the Company in the proportion of 1 (One) equity share of Rs. 02/- (Rupees Two) each for every 1 (One) existing equity shares of Rs. 02/- (Rupees Two Only) each by capitalizing a sum from and out of the Company's Free Reserves and/or the securities premium account and/or or such other account as may be considered necessary by Board of Directors of the Company ("the Board").

Article 40 of the Articles of Association of the Company permits capitalization of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts (including securities premium account and capital redemption reserve account), or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards payment of unissued shares to be issued to the members as fully paid bonus shares.

The Bonus Shares so allotted shall rank pari- passu in all respects with the fully paid-up Equity Shares of the Company as on the Record Date and shall be made according to the regulations as specified under Chapter IX of SEBI (ICDR) Regulations 2018.

None of the Directors or Key Managerial Personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of the stock options/equity shares held by them in the Company.

The Board recommends this resolution as set out in **Item No. 5** of the Notice for your approval as an Ordinary Resolution.

**Colab Cloud Platforms Limited**  
(formerly known as JSG Leasing Limited)

CIN: L65993DL1989PLC038194

Reg. Office Address: 125, 2<sup>nd</sup> Floor, Shahpur Jat, New Delhi - 110 049.

Tel: 8828865429 ; E-mail: [jsgleasinglimited@gmail.com](mailto:jsgleasinglimited@gmail.com); Website: [www.jsgleasinglimited.ltd](http://www.jsgleasinglimited.ltd)



**Item No. 6:**

The Company is engaged in the business of Information Technology (IT) and IT enabled services (ITeS). The Registered Office of the Company is currently situated in the State of Delhi at 125, 2<sup>nd</sup> Floor, Shahpur Jat, South Delhi, New Delhi, Delhi - 110 049, India. However, the Company has complete operations in Mumbai. The entire employee base and management is located in Mumbai.

It is proposed to shift the registered office of the company from the state of Delhi to State of Maharashtra to -

- a. Exercise better administrative and economic control over the Company;
- b. Increase operational and management efficiency;
- c. Integrate business functions, and optimization of administrative expenses.

The shifting of the Registered Office of the Company, will not be prejudicial to the interest of any employees and shareholders.

In terms of Section 12, 13, 110 and other applicable provisions of the Act read with Rules made thereunder, such shifting of Registered Office from one state to another and consequent alteration of the Memorandum of Association ("MOA") requires the approval of the Members of the Company by way of Special Resolution and approval of the Central Government (power delegated to Regional Director).

Accordingly, approval of the members is sought by way of Postal Ballot for shifting of the Registered Office of the Company from the State of Delhi to the State of Maharashtra and consequently for altering Clause II of the MOA of the Company. The existing MOA of the Company as well as the MOA with the proposed amendments will be available for online inspection on all working days except for Saturday till the last date of Remote e-voting i.e. Wednesday, 28<sup>th</sup> February 2024 between 3.0 P.M. to 5.00 P.M. Members who wish to inspect the documents are requested to send an e-mail to [jsgleasinglimited@gmail.com](mailto:jsgleasinglimited@gmail.com) mentioning their name, Folio No. / Client ID and DP ID, and the documents they wish to inspect in this regard.

The Board of Directors recommends the resolution set forth in **Item No. 6** for the approval of the Members by way of a Special Resolution in the best interest of the Company.

None of the Directors, Key Managerial Personnel (KMP) or their relatives are in any way, concerned or interested, financially or otherwise in the Special Resolution set out at **Item No. 6** of the Notice except to the extent of their shareholding in the Company, if any.

By Order of the Board  
Colab Cloud Platforms Limited  
(Formerly known as JSG Leasing Limited)

Sd/-  
Deepika Undhad  
Company Secretary and Compliance Officer  
Membership No: A41244

Place: New Delhi  
Date: 24<sup>th</sup> January 2024

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**"ANNEXURE - I"****DETAILS OF DIRECTOR SEEKING SHAREHOLDERS APPROVAL FOR APPOINTMENT PURSUANT TO REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH CLAUSE 1.2.5 OF SECRETARIAL STANDARD SS - 2 ON GENERAL MEETINGS:**

<b>Name of the Director</b>	<b>Rohit Singh</b>	<b>Anupriya Sharma</b>
DIN	10455367	10477666
Date of Birth	18/07/1992	04/08/1993
Age	32 Years	31 Years
Nationality	Indian	Indian
Qualification	Commerce Graduate	Post Graduate in Arts
Date of first appointment	24 <sup>th</sup> January 2024	24 <sup>th</sup> January 2024
No. of shares held in the Company	NIL	NIL
Brief resume & nature of expertise in specific functional areas	Mr. Rohit Singh is Commerce Graduate and having ample experience in the field of Marketing.	Mrs. Anupriya Sharma is Post Graduate in Arts having good experience in the field of Business Administration. Her experience would be beneficial for the growth of the Company.
Directorships held in other public limited companies	NIL	NIL
Relationship with other Directors / Key Managerial Personnel	None	None
Whether director is debarred from holding the office of Director by virtue of SEBI order	NIL	NIL

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**POSTAL BALLOT FORM**

(Pursuant to Section 110 of the Companies Act, 2013)

(Please read the instructions printed overleaf carefully before completing this form)

1.	Name and address of the Shareholder(s)	
2.	Name(s) and address of the Joint holder(s), if any	
3.	Registered folio No./ DP ID No. / Client ID No.	
4.	Number of Shares held	

I/we hereby exercise my/our vote in respect of the Resolution to be passed through postal ballot for the special businesses stated in the notice of the postal ballot dated 24<sup>th</sup> January, 2024 of the Company, by giving my/our assent or dissent to the said resolution by placing the tick (✓) mark at the appropriate box below:

Sr. No.	Description	No. of shares held	I/We assent to the Resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Regularization of appointment of Mr. Rohit Singh (DIN: 10455367) as an Independent Director of the company.			
2.	Regularization of appointment of Mrs. Anupriya Sharma (DIN: 10477666) as an independent director of the company			
3.	Sub-Division/Split of equity share of the Company consequent alteration of Capital Clause of the Memorandum of Association			
4.	Increase in authorized share capital and consequent amendment to the capital clause of the memorandum of association			
5.	Issue of Bonus Shares to the equity shareholders of the Company			
6.	Shifting of Registered Office of the Company from the state of Delhi to the state of Maharashtra			

Place:

Date:

\_\_\_\_\_  
(Signature of the Member)

**Notes:**

1. Please read the instructions printed overleaf carefully before exercising the vote.
2. Last date for receipt of the Postal Ballot form by the Scrutinizer is 28<sup>th</sup> February 2024. Postal Ballot forms should be sent at the registered office of the company.

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### INSTRUCTIONS:

- 1) Members desiring to exercise their vote by Postal Ballot Form are requested to carefully read the instructions mentioned herein and those mentioned in the Postal Ballot Notice and send the same to the Scrutinizer.
- 2) The envelopes containing the Postal Ballot Form should reach the Scrutinizer not later than the close of business hours i.e. on Wednesday, 28<sup>th</sup> February 2024 at 05.00 PM (IST) Postal Ballot Form(s) received after this date and time will be treated as if the reply from the Member has not been received.
- 3) The Postal Ballot Form should be completed and signed (as per the specimen signature registered with the Company / Depository) by the Member. Any unsigned or incomplete Postal Ballot Form will be liable to be rejected.
- 4) In case of joint holding, the Postal Ballot Form should be completed and signed by the first named Member and in the absence of such Member, by the next named joint-holder. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member(s).
- 5) In case of shares held by Companies, Trusts, Societies etc., a duly completed Postal Ballot Form should be signed by its authorized signatory. In such cases the Postal Ballot Form shall be accepted only if the same is accompanied by a Certified True Copy of the Board Resolution/Authorisation together with the specimen signature(s) of the duly Authorised Signatory(ies).
- 6) Assent or dissent to the proposed resolutions may be recorded by placing a tick mark (√) in the appropriate column. Postal ballot form bearing tick mark (√) in the column will render the form invalid. This Postal Ballot Form should be used for voting; no other form shall be accepted.
- 7) Any incomplete, unsigned, incorrectly completed, incorrectly ticked, defaced, torn, mutilated, overwritten, wrongly signed Postal Ballot Form will be liable to be rejected. The Postal Ballot shall not be exercised by a Proxy.
- 8) Voting Rights shall be reckoned on the Paid-up Value of shares registered in the name of the Member as on 19<sup>th</sup> January 2024.
- 9) Members are requested to fill the Postal Ballot Form in indelible ink and not in any erasable writing mode.
- 10) The Scrutinizer's decision on the validity of Postal Ballot Form shall be final.
- 11) The Resolutions, if assented by requisite majority, shall be considered as passed on Wednesday, 28<sup>th</sup> February 2024 at 05.00 PM (IST).

