



SecUR Credentials

Now it's safe

Incorporated in India under the Companies Act, 2013

January 21, 2021

To,
The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Plot No C-1,
G Block, Bandra-Kurla Complex,
Bandra (East),
Mumbai -400051

SCRIP Code SECURCRED

Sub Postal Ballot Notice -Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is further to our letter dated **13th January, 2021** and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Postal Ballot Notice for seeking consent of the Members of "**Secur Credentials Limited**" ("**the Company**") to pass the proposed resolutions mentioned in the notice, as Special Resolution through Postal Ballot only by voting through electronic means ("remote e-voting") In compliance with Ministry of Corporate Affairs Circulars No 14/2020 dated April 8, 2020, No 17/2020 dated April 13, 2020 and No 33/2020 dated September 28, 2020 and General Circular No 39/2020 dated December 31, 2020, issued by the Ministry of Corporate Affairs ("MCA"), this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e **Thursday, January 21, 2021**. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

The Company has engaged the services of National Securities Depository Ltd (NSDL) for providing e-voting facility to all its member's. The remote e-voting period commences



SecUR Credentials Limited

CIN L74110MH2001PLC133050

SecUR House, G 4 MIDC Cross Road A, Andheri East, Mumbai 400093 +91 22 2921 7100 www.secur.co.in



SecUR Credentials

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from Sunday, 24th January, 2020 at 09 00 a m (IST) and ends on Tuesday, 23rd February, 2021 at 05 00 p m (IST)

The result of postal ballot will be declared on or before **Wednesday, February 25, 2021.**

Kindly take the information on record

Thanking you

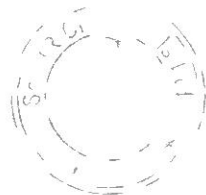
Yours faithfully,

For Secur Credentials Limited

Rahul Belwalkar

Managing Director

DIN 02497535



Encl as above

SECUR CREDENTIALS LIMITED

CIN: L74110MH2001PLC133050

Registered Office: Plot No.G-4, MIDC Cross Road A,

Andheri (East) Mumbai MH 400093 IN

Email: complianceofficer@secur.co.in | Website: www.secur.co.in

NOTICE OF THE POSTAL BALLOT

Notice pursuant to Section 110 of the Companies Act, 2013, as amended read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 33/2020 dated September 28, 2020 and General Circular No.39/2020 dated December 31, 2020, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), for seeking consent of the Members of **SECUR CREDENTIALS LIMITED** ("the Company") to pass the proposed resolutions mentioned in the notice, as Special Resolution through Postal Ballot only by voting through electronic means ("remote e-voting").

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Registrar & Transfer Agents / Depository Participants as on the cut-off date i.e. Thursday, January 21, 2021. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

The remote e-voting period commences from **Sunday, 24TH January, 2021 at 09:00 a.m.** (IST) and ends on **Tuesday, 23RD February, 2021 at 05:00 p.m.** (IST). No remote e-Voting will be allowed after said date and time. The Scrutinizer will submit report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before 5.00 p.m. (IST) Thursday, February 25, 2021 and will be informed to the concerned stock exchange and also be posted on the Company's website i.e. www.secur.co.in

SPECIAL BUSINESS:

1. SALE OF LAND / PROPERTY BELONGING TO COMPANY UNDER SECTION 180(1) (A) OF THE COMPANIES ACT, 2013:

"RESOLVED THAT, pursuant to the provisions of Section 180(1)(a) and Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the provisions of the listing agreement entered into by the Company with the Stock Exchanges where the shares of the Company are listed, and such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and

necessary, the consent of the Members be and is hereby accorded to the Board of Directors of the Company, to sell property situated at Plot No. G-4, MIDC Cross Road – A, Andheri East, Mumbai -400093 in the name of company M/s Secur Credentials Limited together with all specified tangible assets, including land, for a consideration of Rs. 11.70 Crores (Rupees Eleven Crores seventy lakhs) on such terms and conditions as may be deemed fit by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to finalise and execute necessary documents including but not limited to definitive Agreements, deeds of assignment / conveyance and other ancillary documents, with effect from such date and in such manner as is decided by the Board to do all such other acts, deeds, matters and things as they may deem necessary and/or expedient to give effect to the above Resolution including without limitation, to settle any questions, difficulties or doubts that may arise in regard to sale and transfer of the property as they may in their absolute discretion deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Board of Director/s of the Company with power to delegate to any Officers of the Company, with authorities as required, affixing the Common Seal of the Company on agreements/ documents, arranging delivery and execution of contracts, deeds, agreements and instruments.”

**By Order of the Board of Directors
FOR SECUR CREDENTIALS LIMITED**

Sd/-

**Rahul Belwalkar
Managing Director
(DIN:02497535)**

**Date: January 13, 2021
Place: Mumbai**

Notes:

1. The Explanatory Statement for the proposed resolution mentioned above pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, including amendment thereto, setting out material facts is annexed to this Notice.
2. In compliance with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 33/2020 dated September 28, 2020 and General Circular No.39/2020 dated December 31, 2020, issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”), this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the RTA/Company/Depositories.
3. The Notice is available on the Company’s website viz. www.secur.co.in and on the website of e-voting <https://www.evoting.nsdl.com/>
4. The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date of remote e-voting i.e. Tuesday, February 23, 2021.
5. The remote e-voting period commences from **Sunday, 24th January, 2021 at 09:00 a.m.** (IST) and ends on **Tuesday, 23rd February, 2021 at 05:00 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 i.e. **Thursday, January 21, 2021** may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
6. The Scrutinizer will submit his report to the Chairman or any person authorized by him after the completion of scrutiny of e-voting, and will be announced by the Chairman of the Company or any person duly authorized by him on or before Thursday, February 25, 2021. The result of the voting will also be displayed on the website of the Company (www.secur.co.in), besides being communicated to the Stock Exchanges.
7. A person whose name appears in the Register of Members / List of Beneficial Owners as on the cut-off date i.e. Thursday, January 21, 2021, shall be entitled to vote through e-voting on the resolution set forth in the Notice. The voting rights of the Members shall be reckoned on the paid-up value of the shares registered in the name of the Member / Beneficial Owner as on the Cut-off date. Any person who is not a Member of the Company as on the Cut-off date should treat this Notice for information purpose only.
8. The Board of Directors of the Company, at its meeting held on 13th January, 2021, have appointed **Mr. Richi M. Shah (Membership No. 47622, CP No. 20539) of Richi Prerak & Associates**, Company Secretaries as the Scrutinizer to conduct the Postal Ballot through e-voting process in a fair and transparent manner.
9. Members, who have not registered their e-mail address, are requested to register the same with the Company’s Registrar and Transfer Agent / Depository Participant(s) to enable the Company to send future communication(s) in electronic form.

10. Members are requested to carefully read the instructions printed in the Postal Ballot Notice given above before casting their vote electronically.

11. Voting Through Electronic Means:

In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act read with the Companies (Management and Administration) Rules 2014 and Regulation 44 of the Listing Regulations, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical postal ballot form by post. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its Members.

The details of the process and manner for remote e-voting are explained herein below:

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system

Details on Step 1 are mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who holds shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account

- with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to richi.shah@rpassociates.org with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-1020-990/ 1800-22-44-30 or send a request at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolution set out in this notice:

1. In case shares are held in physical mode please provide 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 complianceofficer@secur.co.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 complianceofficer@secur.co.in

**By Order of the Board of Directors
FOR SECUR CREDENTIALS LIMITED**

Sd/-

**Rahul Belwalkar
Managing Director
(DIN: 02497535)**

**Date: January 13, 2021
Place: Mumbai**

**ANNEXURES FORMING PART OF THE NOTICE
EXPLANATORY STATEMENT
(Pursuant to Section 102 and 110 of the Companies Act, 2013)**

Item No. 1:

The members of the company are requested to note that as per section 180(1)(a) of the Companies Act, 2013 ("the Act"), the Board of Directors of a company ("the Board") can exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of any undertaking(s) of the company, only with the prior approval of the members of the company by way of a special resolution.

As per Explanation (i) & (ii) of section 180(1)(a) of the Act:

i. "undertaking" means an undertaking in which the company's investment exceeds 20% of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates 20% of the total income of the company during the previous financial year;

ii. "Substantially the whole of the undertaking" in any financial year means 20% or more of the value of the undertaking as per the audited balance sheet of the preceding financial year.

The Board of Directors of the Company, at its meeting held on 7th December, 2020, in best commercial interests of the Company, approved to sell property situated at Plot No. G-4, MIDC Cross Road – A, Andheri East, Mumbai -400093 in the name of company M/s Secur Credentials Limited together with all specified tangible assets, including land, for a consideration of Rs. 11.70 Crores (Rupees Eleven Crores seventy lakhs) on such terms and conditions as may be deemed fit by the Board.

The Board of Directors of the Company has approved the proposal to transfer the Undertaking as above, on a going concern basis, to Shashwat Ornaments Private Limited

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolution as set out in the accompanying Notice is now being placed before the members for their approval. Your Directors recommend the passing of the resolution as Special Resolution.

None of the Directors and key managerial personnel of the Company or their respective relatives are concerned or interested in the said Special Resolution.

**By Order of the Board of Directors
FOR SECUR CREDENTIALS LIMITED**

Sd/-
Rahul Belwalkar
Managing Director
(DIN: 02497535)

Date: January 13, 2021
Place: Mumbai