



POSTAL BALLOT NOTICE

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

To,
The Members,
Starlite Global Enterprises (India) Limited

Pursuant to Section 110 read with section 108 and all other applicable provisions, if any of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), read with, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 read with other relevant circulars, issued by the Ministry of Corporate Affairs ("MCA Circulars") as amended, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The following Resolution are proposed to be passed by the Member of Starlite Global Enterprises (India) Limited ("Company") by way of Postal Ballot through electronic voting (remote "e-voting") process only:

1. Special Resolution for the appointment of Mr. Mudit Kapoor (DIN: 10816495) as an Independent Director of the Company

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is also attached.

The Board of Directors of the Company has appointed Mr. Akhil Mittal (Membership no.A38717 and CP No.21095), a Practising Company Secretary of M/s Akhil Mittal & Associates, Company Secretaries as the Scrutiniser to scrutinize the remote e-voting process of the Postal Ballot in a fair and transparent manner. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final. The Company has engaged the services of Central Depository Services (India) ("CDSL") for availing the services of e-voting facility. Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-voting	9:00 a.m. (IST) on Friday, December 13, 2024
End of e-voting	5:00 p.m. (IST) on Saturday, January 11, 2025

Upon the completion of the scrutiny of the votes cast, the Scrutiniser will submit his report to the Chairman of the Company or Managing Director of the Company or any person authorised by the Company within 2 (two) working days from the date of conclusion of the remote e-voting for the postal ballot. The results of the voting conducted by Postal Ballot along with Scrutiniser Report will be available on the Company's website at <http://starliteglobal.in/investors/> and on the website of CDSL at <https://www.evotingindia.com/>. The results will simultaneously be communicated to the Metropolitan Stock Exchanges of India ("MSEI"), where the equity shares of the Company are listed, within 2 (two) Working days from the conclusion of remote e-voting period for the postal ballot.

STARLITE GLOBAL ENTERPRISES (INDIA) LIMITED (CIN: L17110TG1962PLC000915)

603, Shangrila Plaza, Plot No.14, Road No.2, Banjara Hills, Hyderabad-500034, India

Tel:+91 40 40909988 Fax :+91 40 40909900, Email: info@starliteglobal.in



SPECIAL BUSINESS

1. To approve the appointment of Mr. Mudit Kapoor (DIN: 10816495) 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 and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules framed thereunder, read with Schedule IV of the Act and applicable regulations of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the LODR Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Mudit Kapoor (DIN: 10816495), who was appointed by Board on the recommendation of the Nomination and Remuneration Committee as an Additional Director in the capacity of an Non-Executive Independent Director, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and the Regulation 16(1)(b) of the LODR Regulations be and is hereby appointed as an Non- Executive Independent Director of the Company for a term of 5 (five) years with effect from October 25, 2024 up to October 24, 2029 and he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder and Regulation 17(6) of the LODR Regulations, **Mr. Mudit Kapoor (DIN: 10816495)** shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT Board of Directors of the Company and / or the Directors or the Company Secretary as authorized by the Board be and are hereby severally authorized to sign the necessary agreement, documents as the case may be obtain necessary permission, approval as the case may be and to do all such acts, deeds, matters and things as may be considered necessary, incidental and / or consequential to give effect to the above resolution".

**Hyderabad
07-12-2024**

**By order of the Board
For Starlite Global Enterprises (India) Limited**

Registered Office Address:
603, Shangrila Plaza, Plot No-14,
Road No-2, Banjara Hills,
Hyderabad-500034

**Megha Bisht
Company Secretary & Compliance officer
M. No:A47797**



Notes:

1. The explanatory statement pursuant to the provisions of Section 102, 110 and other applicable provision of the Companies Act, 2013 ("the Act") read with the rules related thereto, SEBI Listing Regulations and Secretarial Standard-2 (ICSI) setting out all the material facts relating to the resolution mentioned in the Postal Ballot Notice is annexed hereto. All documents referred to in this Postal Ballot Notice shall be available for inspection without any fees by the Members electronically. Members seeking to inspect the same can send an email to info@starliteglobal.in
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (the "Rules") and General Circular no. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020, General Circular no. 11/2022 dated December 28, 2022 and other relevant circulars (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs, Government of India (MCA), the Company is permitted to conduct the postal ballot process through electronic form.
Members may note that this Notice will also be available on Company website <http://starliteglobal.in/investors/> ; Stock exchange website <https://www.msei.in/> and CDSL website <https://www.evotingindia.com/>
3. The Board of Directors has appointed M/s. Akhil Mittal & Associates (Membership no.A38717 and CP No.21095), a Practising Company Secretary of M/s Akhil Mittal & Associates, Company Secretaries as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the agency to provide e-voting facility enabling the members to cast their votes electronically in a secure manner.
4. In conformity with the prevailing regulatory requirements, the Postal Ballot notice is being sent only through electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories on **Friday, December 6, 2024** ("Cut-off date") and who have registered their e-mail addresses with the Company or with the Depositories.
5. Voting right of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on **Friday, December 6, 2024** ("Cut-off date"). A person, whose name is 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 shall only be entitled to cast their vote through remote e-voting. In compliance with the requirements of MCA Circulars, physical copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the shareholders for this postal ballot and accordingly, the shareholders are required to communicate their Assent or/ Dissent through remote e-voting process only. This Notice is also available on the Company's website <http://starliteglobal.in/investors/> and also on the website of Stock Exchange i.e. <https://www.msei.in/> and on the website of CDSL at www.evotingindia.com
6. Results of postal ballot will be announced with a 2 working days from the date of conclusion of the remote e-voting. The results of the voting conducted by Postal Ballot along with Scrutiniser Report will be available on the Company's website at <http://starliteglobal.in/investors/> and on the website of CDSL at <https://www.evotingindia.com/> . The results will simultaneously be communicated to the Metropolitan Stock Exchanges of India ("MSEI") at <https://www.msei.in/>, where the equity shares of the Company are listed, within 2 (two) Working days from the conclusion of remote e-voting period for the postal ballot.
7. **The resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. Saturday January 11, 2025.**

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8. SEBI has mandated that any service request from members holding securities in physical mode shall be entertained only upon registration of the PAN, KYC details (ISR-1) and nomination (SH-13/ISR-3). Members are requested to submit the aforesaid forms duly filled and signed along with self-attested copy of the PAN card and such other documents as prescribed in the Forms, to register or update: a) KYC details and Nomination; b) Particulars of bank account for receiving dividend directly in their account through electronic mode or change in their address, for receiving dividend through physical instrument; and c) Email address to receive all communication through electronic means, including Annual Report and Notice of the general meeting. The said Forms are available on the website of the Company at <http://starliteglobal.in/investors/> under the Head (Investor Service Request) Members have an option to submit the Forms through email at info@starliteglobal.in or to rta@cilsecurities.com (RTA) or physical forms can be sent through post at following address:

RTA Address CIL Securities Limited 214, Raghav Ratna Towers, Chirag Ali Lane Abids, Hyderabad-500001 Contact no:040-69011111 Email: rta@cilsecurities.com	Company Address Starlite Global Enterprises (India) Limited 603, Shangrila Plaza, Plot no-14, Road No-2, Banjara Hills, Hyderabad-500034 Contact no:40-40909988 Email: info@starliteglobal.in
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9. Members holding shares in physical form and who have not registered their e-mail addresses with the Company can now register the same by sending an e-mail to Compliance Officer of the Company at info@starliteglobal.in or by sending a request to CIL Securities Limited, Registrar and Share Transfer Agent ('RTA') through e-mail at rta@cilsecurities.com or contact at 040-6901 1111. Members holding Shares in Demat form are requested to register their e-mail address with their Depository Participants only. The registered e-mail address will be used for sending future communications.

10. Remote e-voting

- I. In compliance with Regulation 44 of the Listing Regulations and Section 108 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and the relevant Circulars, the Company is pleased to provide facility of remote e-voting to enable its Members to cast their votes electronically in respect of the Resolution(s) as set out in this Postal Ballot Notice.
- II. The Company has appointed Mr. Akhil Mittal, practising Company Secretary (ACS No.38717 & CP no 21095) as a Scrutinizer to scrutinize the remote e-voting process (postal ballot) in a fair and transparent manner.
- III. The voting rights of the Members shall be in proportion of their shareholding to the total issued and paid up equity share capital of the Company as on the cut-off date i.e. **Friday, December 6, 2024.**
- IV. A person who is not a Member of the Company as on the said cut-off date, will not be entitled to vote and should treat this Postal Ballot Notice, for information purposes only.

V. **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

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

Step2: Access through CDSL e-voting System in case of shareholders holding shares in physical mode and non- individual shareholders in Demat mode.

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- i) Remote e-voting period shall commence on **Friday, December 13, 2024 (9:00 A.M. IST) and end on January 11, 2025 (5:00 P.M. IST)**. During this period, Members of the Company holding shares either in physical or dematerialized form as on the Cut-off date, i.e. **Friday, December 6, 2024** (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Company or the Depositories/ Depository Participants), may cast their vote electronically in respect of the resolutions as set out in this Notice only through remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- ii) During the remote e-voting period, Members can login at CDSL e-voting platform any number of times till they have voted on the resolution(s). Once the vote on resolution is cast by a Member, whether partially or otherwise, Member shall not be allowed to change it subsequently or cast the vote again.
- iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, 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.

- iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 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.

Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. The members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility

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	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 users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-



	<p>Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>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: https://eservices.nsd.com 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting 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.</p>

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
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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 helpdesk.evoting@cDSLindia.com 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 evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step2: Access through CDSL e-voting System in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.

- v) Login method for Remote 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.
 - 2) Click on “**Shareholders**” module.
 - 3) Now enter your **User ID**
For CDSL: 16 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
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 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"> • 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.
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"> • 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.

- vi) After entering these details appropriately, click on “**SUBMIT**” tab.
- vii) 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.

STARLITE GLOBAL ENTERPRISES (INDIA) LIMITED (CIN: L17110TG1962PLC000915)



- viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on the **EVSN** for the relevant <**Starlite Global Enterprises (India) Limited**> on which you choose to vote.
- x) 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.**
- xi) Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution details.
- xii) 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.
- xiii) Once you “**CONFIRM**” your vote on the resolution, you will not be allowed to modify your vote.
- xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv) 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.
- xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii) **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 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.
 - 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 info@starliteglobal.in (designated email address by company), 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 IN 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 info@starliteglobal.in (Company) / rtta@cilsecurities.com (RTA email id).

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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 & joining virtual meetings through Depository.

If you have any queries or issues regarding remote e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manger, (CDSL) Central Depository Services (India) Limited, A Wing, 25th 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 or call on 1800 22 5533. Or contact Mr. Nitin Kunder (022-62343626) or Ms Asawari Kalokhe (022-62343624) or Mr. Rakesh Dalvi (022-62343611)

vi) Upon the completion of the scrutiny of the votes cast, the Scrutinizer shall submit his report to the Chairman of the Company or Managing Director of the Company or any person authorised by the Company within 2 (two) working days from the date of conclusion of the remote e-voting for the postal ballot.

vii) The Result(s) in respect of the resolution as set out in the Postal Ballot Notice, so declared, along with the Scrutinizer's Report will be communicated to the Stock Exchanges, not later than **2 working days** from date of last date of e-voting and will be uploaded on the website of the Company at <http://starliteglobal.in/investors/> Stock exchange website <https://www.msei.in/> and CDSL website <https://www.evotingindia.com/>.

viii) In case Members have any queries or need any assistance on remote e-voting, they may write to RTA i.e CIL Securities Limited at rta@cilsecurities.com or contact at 040-6901 1111

**Hyderabad
07-12-2024**

**By order of the Board
For Starlite Global Enterprises (India) Limited**

Registered Office Address:

603, Shangrila Plaza, Plot No-14,
Road No-2, Banjara Hills,
Hyderabad-500034

**Megha Bisht
Company Secretary & Compliance officer
M. No:A47797**



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

The following explanatory statement pursuant to Section 102 of the Companies Act, 2013 and other applicable provisions, set out all material facts relating to the business mentioned in the accompanying notice of Postal Ballot dated December 7, 2024.

Regularisation of **Mr. Mudit Kapoor** (DIN: 10816495) as Non-Executive Independent Director of the Company

Members are requested to note that pursuant to recommendation of the Nomination & Remuneration Committee ("NRC"), the Board of Directors at their meeting held on October 25, 2024 approved the appointment of **Mr. Mudit Kapoor**, as an Additional Director in the category of Non-Executive Independent Director of the Company in terms of Section 161(1) of the Act, subject to approval of Shareholders of the Company. Mr. Mudit Kapoor has specialized knowledge in corporate governance, legal compliance in the field of corporate law and he is also a member of Institute of Company Secretaries of India (ICSI). He completed his Bachelors of Commerce from Awadhesh Pratap Singh University, Rewa. It was also noted that Mr. Mudit Kapoor academic background, experience and expertise is well suited for him to join the Company

Pursuant to the provisions of the Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Brief profile of **Mr. Mudit Kapoor** and disclosure(s) / information under the Listing Regulations and the Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India are set out in Annexure to the Notice.

Members are requested to note that the Company has received consent in writing from **Mr. Mudit Kapoor** to act as Director of the Company and declaration(s) and confirmation(s) stating that he is not disqualified from being appointed as Independent Director of the Company in terms of Section 164 and other applicable provisions of the Act and the Securities and Exchange Board of India. He has confirmed that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Independent Director of the Company. The Company has also received declaration from him that he meets the criteria of independence as prescribed, under section 149(6) of the Act and under the Regulation 16(1)(b) of the SEBI Listing Regulations.

The Board of Directors recommends the resolution set out at Postal Ballot Notice to the Members for their consideration and approval, by way of a Special Resolution.

Except **Mr. Mudit Kapoor** and his relatives none of the other Directors, Key Managerial Personnel of the Company and their relatives (to the extent of their shareholding in the Company, if any) are, in anyway, concerned or interested, financially or otherwise, in the proposed Special Resolution as set out in the Notice.

**Hyderabad
07-12-2024**

**By order of the Board
For Starlite Global Enterprises (India) Limited**

Registered Office Address:

603, Shangrila Plaza, Plot No-14,
Road No-2, Banjara Hills,
Hyderabad-500034

**Megha Bisht
Company Secretary & Compliance officer
M. No:A47797**

STARLITE GLOBAL ENTERPRISES (INDIA) LIMITED (CIN: L17110TG1962PLC000915)

603, Shangrila Plaza, Plot No.14, Road No.2, Banjara Hills, Hyderabad-500034, India
Tel:+91 40 40909988 Fax :+91 40 40909900, Email: info@starliteglobal.in



Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India regarding the Directors proposed to be appointed:

Mr. Mudit Kapoor is a member of Institute of Company Secretaries of India (ICSI). He having an experience of more than 10 years and have a strong grip on corporate compliances. He have an expertise in the field on corporate law, merger & amalgamation. The other details are as follow:

S. NO	PARTICULARS	DETAILS OF THE DIRECTOR
1	Name of Director	Mr. Mudit Kapoor
2	DIN	10816495
3	Date of Birth (Age)	22-07-1993 (31 Years)
4	Nationality	Indian
5	Date of First appointment on the Board	Appointed with effect from 25-10-2024 subject to approval of the Members of the Company
6	Qualification	Bachelors of Commerce (B.com) Awadshesh Pratap Singh University, Rewa, Madhya Pradesh and he also member of Institute of Company Secretaries of India (ICSI)
7	Experience & Brief Resume	Mudit Kapoor is qualified Company Secretary by profession who having a more than 10 years of experience in the field of compliance. He handled numerous restructuring of the Corporates such as merger and acquisitions and their legal documentation. He have vast experience in field of corporate law and corporate Governance. He Started his carrier with Kamineni Steel and Power India Private Limited. Currently working with iLabs Group, Hyderabad
8	Terms & Conditions of Appointment, other than remuneration	Mr. Mudit Kapoor shall be appointed as a Non-Executive Independent Director, not liable to retire by rotation to hold office for a period of 5 (five) years with effect from October 25, 2024 to October 24, 2029 (both days inclusive)
9	Nature of his expertise in specific functional areas	Corporate law, Merger and Acquisitions, Corporate Governance; FEMA related Compliances; Business management ; etc.
10	Remuneration sought to be paid, if any	He will be eligible for payment of sitting fees and commission, as payable to other non-executive independent directors of the Company as per the Remuneration Policy of the Company.
11	Remuneration last drawn by such person in the Company	None
12	Relationship with the other directors, Managers and Key Managerial Personnel of the Company	NONE
13	Number of Meetings of the Board attended during the year	NIL



14	Directorship, Trusteeships, Partnerships etc. held in other Companies, firms, trusts, entities on the date of Postal Ballot Notice	NIL
15	Other directorship/ membership/ Chairmanship of the Committee of other Board	Member of ICSI : 38640 Other Chairmanship of the Committee of other Boards- Not Applicable
16	Listed entities from which the person has resigned in the past three years	NIL
17	Number of shares held in the Company (including shareholding as a beneficial owner)	NIL
18	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange circular dated June 20, 2018 (affirmation that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI Order or any other authority)	Mr. Mudit Kapoor has confirmed that he is not debarred from holding the office by virtue of any SEBI order or any other authority.
19	Affirmation that the Director being appointed is not disqualified from holding the office of director pursuant to provision of Section 164 of Companies Act, 2013	Mr. Mudit Kapoor has confirmed that he is not disqualified from holding the office of director pursuant to provision of Section 164 of the Companies Act, 2013

Skills and capabilities required for the role of the Director as identified by the Board and the manner in which the proposed person meets such requirements:

S. No	Desired/Needed Skills, Experience, Attribute	Mr. Mudit Kapoor
1	Industry Knowledge	Yes
2	Leadership and Entrepreneurship	Yes
3	Business Management	Yes
4	Financial and Risk Management	Yes
5	Corporate Governance	Yes
6	Sales Marketing and Retail	No

Hyderabad
07-12-2024

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