



Date: 07/07/2023

To,  
The General Manager,  
Department of Corporate Services  
Bombay Stock Exchange  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400001

Ref: ISIN: INE250Z01010 (Symbol: INDOUS)  
Sub: Submission of Copy of Notice of Postal Ballot to BSE

Dear Sir/Madam,

We hereby inform you that the meeting of the Board of Directors of the company was held on Friday, July 7, 2023 at 04:00 pm and concluded on 04:30 p.m. at the registered office of the company situated at 309, Shanti Mall, Sardar Char Rasta, Opp. Navrang Tower, Sola Road, Ahmedabad, Gujarat, 380061.

Further, Pursuant to regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose a copy of the Postal Ballot Notice dated July 7, 2023 ("Postal Ballot Notice").

The Postal Ballot Notice along with the relevant documents is being sent to all the members, whose names appear in the Register of Members/List of Beneficial Owners, received from Registrar and Transfer Agents (RTA) on Friday, July 7, 2023 ("cut off"), for seeking their approval as set out in the Postal Ballot Notice.

The company has engaged the services of Bigshare Services Private Limited for the purpose of providing e-voting facility to all its members. The voting through e-voting will commence on Sunday, July 9, 2023, at 9:00 a.m. and will end on Monday, August 7, 2023 at 5:00 p.m. The results of e-voting will be announced on or before **Thursday, August 10, 2023**.


The above information will also be made available on the website of the company at <http://indousagriSeeds.com/>.

Kindly take the information on your record.

Thanking You,

Yours Faithfully,

For Indo Us Bio-Tech Limited

  
Piyanka Ajudia  
Executive Director  
DIN: 07941023

Encl:

1. Copy of Postal Ballot Notice.



**Regd. Office :**  
309, Shanti Mall, Sardar Char Rasta,  
Opp. Navrang Tower, Ahmedabad-380 061,  
Tele Fax : +91-079-27491807,  
Mobile : +91-9909043999

**DISR RECOGNITION IN HOUSE R&D UNIT**  
**Factory Address :**  
Village-Bardoli Kanthi,  
Near Indira Nagar, Ta.-Dehgam,  
Dist-Gandhinagar, Gujarat.

E-mail : [indousexim@gmail.com](mailto:indousexim@gmail.com) • Web : [www.indousagriSeeds.com](http://www.indousagriSeeds.com)





# INDO US BIO-TECH LIMITED (INDO-US AGRISEEDS)

(AN ISO CERTIFIED COMPANY)

CIN: L01122GJ2004PLC043550

Registered Office: 309, Shanti Mall, Satadhar Char Rasta Opp.

Navrang Tower, Sola Road Ahmedabad, Gujarat 380061

Tel: +91 079-27491807, Email: [indouseva@gmail.com](mailto:indouseva@gmail.com); Website: <http://indousagriSeeds.com>

## NOTICE OF POSTAL BALLOT

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

To  
All Members,  
**Indo Us Bio-Tech Limited**

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 (the "Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Management Rules"), Clause 16 of Secretarial Standard-2 ("SS-2") including any statutory modification or re-enactment thereof for the time being in force, that **Indo Us Bio Tech Limited** (hereinafter referred to as the "Company") is seeking the approval of the members by way of Ordinary Resolution/Special Resolution, by means of Postal Ballot through remote electronic voting (remote e-voting). Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013 read with applicable regulations of SEBI (ICDR) Regulations, 2018, setting out the information and material facts, is appended herewith for your consideration.

In terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 08, 2021 and 3/2022 dated 5th May 2022, and the General Circular No. 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (the "MCA Circulars") read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by SEBI and SEBI Circular dated January 05, 2023, read with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ministry of Corporate Affairs, Government of India (the "MCA") in terms of the MCA Circulars, has allowed the companies to take all decisions requiring members approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars. Further, in compliance with the said MCA Circulars, hard copy of Postal Ballot Notice, Postal Ballot Forms and pre-paid self-addressed business envelope, will not be sent to the shareholders for this Postal Ballot. The Company will send Postal Ballot Notice by email to all its shareholders who have registered their



email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e- voting system.

The Board of Directors of the Company now proposes to obtain the consent of the shareholders by way of Postal Ballot for the matters as considered in the Resolution appended below. Proposed resolution, along with explanatory statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013, setting out the information and material facts, is appended herewith for your consideration.

In light of the MCA Circulars, for remote e-voting for this postal ballot, the shareholders whether holding equity shares in demat form or physical form and who have not submitted their email addresses and in consequence to whom the remote e- voting notice could not be serviced, may temporarily get their e-mail addresses registered with the Company by email through their registered email address to [indouses@gmail.com](mailto:indouses@gmail.com), providing requisite details like Name of Shareholder, PAN No., DP/Client ID, folio no. and certificate no (in case of physical shareholding). Member who does not receive the Postal Ballot Notice may send an e-mail to [indouses@gmail.com](mailto:indouses@gmail.com) and obtain a copy of Postal Ballot Notice.

The Company has engaged the services of **Bigshare Services Private Limited** to provide remote e-voting facility to the Members of the Company. Shareholders are requested to carefully read the instructions indicated in this Notice and communicate their assent (for) or dissent (against) through remote e-voting only. Shareholders are requested to follow the procedure as stated in the notes and instructions for casting their votes through **Bigshare Services Private Limited**.

The remote e-voting facility is available at the link: <https://ivote.bigshareonline.com> **Sunday, 09<sup>th</sup> July, 2023 at 9:00 a.m. IST** and will end on **Monday, 07<sup>th</sup> August, 2023 at 5:00 p.m. IST**. Please refer to the instructions for casting votes through remote e voting given in this Notice and the manner in which e-voting has to be carried out only members entitled to vote are entitled to vote through the remote e-voting facility provided the Company through Bigshare Services Private Limited -e-Voting system.

The board of directors of the company has appointed **Mr. Amrish Gandhi** (Membership No. F8193), Proprietor of **M/S Amrish Gandhi & Associates**, Firm of Practicing Company Secretaries as Scrutinizer (hereinafter referred to as the "Scrutinizer") for conducting the postal ballot through remote e-voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the chairman of the Company (the "Chairman") or any other duly authorized person of the Company after completion of Postal Ballot/E-voting period. The result of the Postal Ballot shall be declared by the Chairman or any other duly authorized person of the Company on or before **Thursday, 10<sup>th</sup> August, 2023**. The voting results will be communicated to the stock exchanges, depositories, registrar and share transfer agents and shall also be displayed on the Company's website: <https://indousagri Seeds.com> and will be intimated to the Stock Exchange where the shares of the Company are listed i.e. Bombay Stock Exchange (BSE SME Segment) in accordance with the provisions of SEBI Listing Regulations.

The Resolution, if approved, will be taken as passed effectively as on the last date of e-voting, i.e. **Monday, 07<sup>th</sup> August, 2023**, & it will be placed on the website of the Company: <https://indousagri Seeds.com> and on the website of Bombay Stock Exchange <https://www.bseindia.com/> along with the Scrutinizer's Report.

You are requested to peruse the proposed Resolution along with their respective Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

## **SPECIAL BUSINESS:**

### **1. Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association 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 13, 61, & 64 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and the rules framed thereunder, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 11,00,00,000/- (Rupees Eleven Crore Only) consisting of Rs. 1,10,00,000 (Rupees one Crore Ten Lakhs) Equity Shares of Re.10/- (Rupee Ten) each to Rs. 21,00,00,000/- (Rupees Twenty One Crore Only) consisting of 2,10,00,000 (Two crores ten lakhs) Equity Shares of Re.10/- (Rupee Ten) each ranking pari-passu with the existing shares in all respects and the Clause V of the Memorandum of Association and Article of Association of the Company be altered accordingly.

**RESOLVED FURTHER THAT**, pursuant to provisions of section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions, if any, required from any authority, the Consent of the Members of the Company be and is hereby accorded to alter the existing clause V of the Memorandum of Association of the company relating to share capital by deletion of existing clause and by substituting in its place the following new clause:

**"V. The authorized Share Capital of the Company is Rs. 21,00,00,000/- (Rupees Twenty One Crore Only) divided into 2,10,00,000 (Two crores ten lakhs) Equity Shares of Re.10/- (Rupee Ten) each."**

**RESOLVED FURTHER THAT** any one of the Directors of the Company be and is hereby authorized to sign (including e-signing), file and submit requisite forms, applications and other documents with Registrar of Companies, Ministry of Corporate Affairs and other Statutory authorities as may be necessary to give effect to the said resolution.

### **2. ISSUE OF BONUS SHARES**

**To consider and, if thought fit, to pass with or without modification the following as Ordinary resolution:**

**"RESOLVED THAT** in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India ("SEBI") (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("the ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI and the Reserve Bank of India ("RBI") from time to time, the enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and subject to acceptance of such conditions or modifications by the Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company ('the Board', which term shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution) for the purpose of issue of bonus equity



shares in the proportion of 1 (One) Bonus Equity Share of Rs. 10/- (Rupees Ten only) each, for every 1 (one) existing fully paid-up Equity Shares of Rs. 10/- (Rupees Ten only) whose names appear in the Register of Members on a 'Record Date' and reservation being made for warrants which may get converted into fully paid equity shares at the end of the conversion period 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 the Record Date.

**RESOLVED FURTHER THAT** the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** in the case of Members who hold shares or opt to receive the shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participant(s) and in the case of Members who hold equity shares in physical form, the share certificate(s) in respect of the bonus equity shares shall be dispatched, within such time as prescribed by law and the relevant authorities.


**RESOLVED FURTHER THAT** the issue and allotment of the bonus equity shares to the extent they relate to Non-Resident Indians (NRIs), Foreign Institutional Investors (FIIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, if any.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the shares of the Company are presently listed as per the provisions of the SEBI LODR Regulations and other applicable regulations, rules and guidelines.

**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 ignore such fractions and/or otherwise 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**, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question or difficulty that may arise in relation thereto, decide the exact number of Bonus Shares to be issued based on the Paid up capital of the Company as obtaining on the Record Date and to delegate all such powers granted hereunder to a Committee of Directors and / or Company Secretary or any other officer(s) of the Company, as may deem fit or desirable and their decision shall be final and binding."

**BY ORDER OF THE BOARD OF DIRECTORS**

  
Priyanka Ajudia  
Executive Director  
DIN: 07941023

Date: - 7<sup>th</sup> July, 2023  
Place: - Ahmedabad



## NOTES:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("The Rules") setting out material facts is annexed herewith and forms part of this notice.
2. The Board has appointed CS Amrishi Gandhi (Membership No.F8193) , Partner of M/S Amrishi Gandhi & Associates, Firm of Practicing Company Secretaries as Scrutinizer ("**Scrutinizer**") for conducting the Postal Ballot / e-voting process in a fair and transparent manner and to receive and scrutinize the votes received through remote e-voting platform.
3. This Postal Ballot Notice is sent to all the Members whose names appear in the Register of Members / Record of Depositories as on **Friday, 7<sup>th</sup> July, 2023** by email to those members who have registered their email IDs with the Company / Depository. Voting rights shall be reckoned in proportion to the number of shares registered in the name(s) of Members as on **Friday, 7<sup>th</sup> July, 2023**. Member who does not receive the postal ballot notice may send an email to [indouses@gmail.com](mailto:indouses@gmail.com) or may apply to Bigshare Services Private Limited ("Big Share") at [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com) and obtain a copy of postal ballot notice. The copy of postal ballot notice may also be downloaded from website of Company at <https://indousagri.seeds.com/> and website of e-Voting Agency at <https://vote.bigshareonline.com>
4. Resolution passed by the members through postal ballot is deemed to have been passed as if they are passed at a General Meeting of the members.
5. In terms of the MCA and SEBI Circulars, the Company will send this Postal Ballot Notice in electronic form only and express its inability to dispatch hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope to the members for this Postal Ballot. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company has made special arrangement for registration of email addresses in terms of the MCA Circulars. The process for registration of email address is as under:
  - a) For casting vote for the resolution proposed in the Postal Ballot through remote e-voting, members who have not registered their email address may get their email address registered with Company's Registrar and Share Transfer Agent i.e. Bigshare Services Private Limited and thereafter enter required details. Member(s) may also intimate the same to the Company by writing an email at [indouses@gmail.com](mailto:indouses@gmail.com). The members shall provide the following information in the email-  
  
**Full Name:**  
**No of shares held:**  
**PAN:**  
**DP ID & Client ID:**  
**Email id to be registered and Mobile No.:**
  - b) Post successful registration of the email, the member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, member may write to [indouses@gmail.com](mailto:indouses@gmail.com) or [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com)
  - c) It is clarified that for permanent registration of email address, members are required to register their email addresses, in respect of electronic holdings with their concerned Depository Participants.



- d) Those shareholders who have already registered their email address are requested to keep their email addresses validated with their Depository Participants / the Company's Registrar and Share Transfer Agent to enable servicing of notices / documents / Annual Reports electronically to their email address.
6. The voting rights for the Equity Shares of the Company are one vote per equity share, registered in the name of the member. The voting rights of the members shall be in proportion to the percentage of paid-up share capital of the Company held by them, which will be determined on the basis of the paid-up value of shares registered in the name of each member as on **Friday, 7<sup>th</sup> July, 2023**.
  7. In compliance with Sections 108 and 110 of the Act and the rules made thereunder, the Company has provided the facility to members to exercise their votes electronically and to vote on all resolution through the e-voting service facility arranged Bigshare Services Private Limited (hereinafter referred to as "Big Share"). The instructions for electronic voting are annexed to this Postal Ballot Notice. Members cannot exercise votes by proxy, though corporate and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization.
  8. The Shareholders are requested to note that in terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
  9. Any query/grievance may please be addressed to Ms. Dimpy Joshi, Company Secretary and Compliance Officer with respect to the voting by remote electronic means at: Email id: [indouscs@gmail.com](mailto:indouscs@gmail.com) or to Bigshare Services Private Limited at [bssahd@bigshareonline.com](mailto:bssahd@bigshareonline.com)
  10. The members have to vote through remote e-voting platform only.
  11. This Postal Ballot Notice is also placed on the website of the Company <https://indouscgriseeds.com/> and is also available on the website of the stock exchange <https://www.bseindia.com/>
  12. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by Postal Ballot / e-voting.
  13. Resolution, if passed by the Members through postal ballot are deemed to have been duly passed on the last date specified for the e-voting i.e. **Monday, 7<sup>th</sup> August, 2023** in terms of Secretarial Standard – 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.
  14. The Scrutinizer's decision on the validity of the postal ballot shall be final and binding.
  15. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper (in English language) and one regional daily newspaper (in Gujarati language).
  16. In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, the Company has provided the facility to the Members to exercise their votes electronically and vote on all resolution through the e-voting service facility arranged by Bigshare Services Private Limited (hereinafter referred to as "Big Share"). The instructions for electronic voting are given in this Notice. **E-Voting will commence on Sunday, 9<sup>th</sup> July, 2023 at 9:00 a.m. and will end on Monday, 7<sup>th</sup> August, 2023 at 5:00 p.m.** E-Voting shall not be allowed beyond the

said time and date. Once the vote on the Resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

17. The Scrutinizer will submit his report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny, and the result of the voting by Postal Ballot will be announced by the Chairman or any person duly authorized, on or before **Thursday, 10<sup>th</sup> August, 2023** and will also be displayed on the Company website i.e. <https://indousagri.seeds.com/> and will be intimated to the Stock Exchange where the shares of the Company are listed i.e. Bombay Stock Exchange in accordance with the provisions of SEBI Listing Regulations.
18. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice /documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to give their consent by providing their e-mail addresses to the Company or to Bigshare Services Pvt. Ltd, Registrar and Share Transfer Agent of the Company.

**Remote e-Voting Instructions for shareholders:**

**Bigshare i-Vote E-Voting System**

**E-VOTING INSTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:**

- i. The voting period begins on **Sunday, 9<sup>th</sup> July, 2023** at 09:00 a.m. and ends **Monday, 7<sup>th</sup> August, 2023** at 05:00 p.m., during this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 7<sup>th</sup> July, 2023** may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. 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.

- iii. 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.



1. Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL.	<p>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.</p> <p>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-Voting page of <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website 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 i.e. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <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 Evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>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 <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</p> <p>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/IdcasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdcasDirectReg.jsp</a></p> <p>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 <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<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
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	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 toll free no.: 1800 1020 990 and 1800 22 44 30

**2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on **"LOGIN"** button under the **'INVESTOR LOGIN'** section to Login on E-Voting Platform.
- Please enter you **'USER ID'** (User id description is given below) and **'PASSWORD'** which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL Demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL Demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

*Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

**NOTE:** If Shareholders are holding shares in Demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on **'LOGIN'** under **'INVESTOR LOGIN'** tab and then Click on **'Forgot your password?'**
- Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **'Reset'**.  
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

**Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on **"VIEW EVENT DETAILS (CURRENT)"** under **'EVENTS'** option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.



- Cast your vote by selecting an appropriate option **"INFAVOUR"**, **"NOT IN FAVOUR"** or **"ABSTAIN"** and click on **"SUBMIT VOTE"**. A confirmation box will be displayed. Click **"OK"** to confirm, else **"CANCEL"** to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on investor portal.

### **3. Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on **"REGISTER"** under **"CUSTODIAN LOGIN"**, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on **"LOGIN"** under **"CUSTODIAN LOGIN"** tab and further Click on **"Forgot your password?"**
- Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **"RESET"**.  
(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

### **Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

### **Investor Mapping:**

- First you need to map the investor with your user ID under **"DOCUMENTS"** option on custodian portal.
  - o Click on **"DOCUMENT TYPE"** dropdown option and select document type power of attorney (POA).
  - o Click on upload document **"CHOOSE FILE"** and upload power of attorney (POA) or board resolution for respective investor and click on **"UPLOAD"**.
- Note:** The power of attorney (POA) or board resolution has to be named as the **"InvestorID.pdf"** (Mention Demat account number as Investor ID.)
- o Your investor is now mapped and you can check the file status on display.

### **Investor vote File Upload:**

- To cast your vote select **"VOTE FILE UPLOAD"** option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on **"UPLOAD"**. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on custodian portal.

**Helpdesk for queries regarding e-voting:**

<b>Login type</b>	<b>Helpdesk details</b>
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.



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

**Item No.1:- Increase in Authorized Share Capital of the Company and consequent Alteration in Capital Clause of the Memorandum of Association of the Company.**

The Current Authorised Share Capital of your Company is of Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Re. 10/- (Rupee Ten only) each. The Company proposes to increase its authorized share capital to Rs. 21, 00, 00,000 (Rupees Twenty One Crores Only) divided into 2, 10, 00,000 (Two crores Ten lakhs) Equity Shares of Re.10/- (Rupee Ten) each to cover issuance of Bonus shares.

Pursuant to the provisions of Section 61 the proposed increase of Authorized Share Capital of the Company requires approval of the Members at a General Meeting. Consequent upon the increase in Authorized Share Capital of the Company, Clause V of the Memorandum of Association of the Company will require alteration so as to reflect the increase in the Authorized Share Capital. Accordingly, approval of the Members of the Company is hereby sought by way of Special Resolution as set out in Item No. 1 of the Postal Ballot Notice.

A copy of the Memorandum of Association of the Company along with the proposed amendments is available for inspection by the members at the Registered Office of the Company between 11:00 AM and 5:00 PM on all working days from Monday to Friday from the date of dispatch of this Notice till the last date fixed for e-voting i.e. Monday, 7<sup>th</sup> August, 2023 except all national holidays.

**Item No.2- Issue of Bonus Shares.**

The Company's shares are listed on BSE Limited and have been actively traded in the BSE Limited. Presently, the Authorised Share Capital of your Company is Rs. 11,00,00,000/- (Rupees Eleven Crores Only) divided in to the Equity Shares of 1,10,00,000 (One Crore Ten Lakhs) of Rs. 10/- each. With a view to share a part of the Company's free reserves, its Board of Directors has recommended issue of bonus shares in the proportion of 1 (one) new fully paid-up equity shares for every 1 (one) existing fully paid equity shares held by the shareholders, subject to their approval. The issue of bonus shares, out of the retained earnings, the securities premium account, and / or any other permitted reserves / surplus of the Company, be capitalized and accordingly, is authorized by the Company's Articles of Association. The paid-up capital of the company is Rs. 10, 02, 60,000/- (Rupees Ten crores two Lakhs Sixty Thousand only). And the same Amount of Rs. 10, 02, 60,000/- (Rupees Ten crores two Lakhs Sixty Thousand only) is required to be capitalized for the issue of bonus shares in proportion of 1 (one) new fully paid-up equity shares for every 1 (One) existing fully paid equity shares. After the bonus issue, the paid-up share capital would increase to Rs. 20, 05, 20,000/- (Rupees Twenty Crores Five Lakhs Twenty Thousand Only). The proposal for capitalization of the said reserves and issue of bonus shares is now placed for consideration and approval of the members. The Record Date for determining the eligibility of the shareholders to receive the said bonus shares will be fixed by the Board. The Board of Directors recommend for approval of members the capitalization of reserves and issue of bonus shares as proposed.

To implement the issue of bonus shares in the above ratio, the Board of Directors also considered increasing the Authorised Share Capital of the Company from Rs.11,00,00,000/- to Rs.21,00,00,000/-.

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.

Fractional shares, if any, arising out of the issue and allotment of the bonus equity shares may be ignored or the Board may otherwise 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.

Pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and subject to applicable statutory and regulatory approvals, the issue of bonus shares of the Company requires the approval of the Members of the Company. Accordingly, approval of the Members of the Company is hereby sought by way of Ordinary Resolution as set out in Item No.2 of the Postal Ballot Notice.

None of the Directors, Promoters, Key Managerial Personnel of the Company and their relatives are, in anyway, concerned or interested, financially or otherwise, in there solution set out at Item No. 2 of this Postal Ballot Notice except to the extent of their shareholding in the Company.

**Registered Office:**

309, Shanti Mall, Satadhar Char  
Rasta Opp. Navrang Tower, Sola  
Road Ahmedabad, Gujarat 380061

**CIN:** L01122GJ2004PLC043550

**Tel. No.:** +91-9638994141

**Website:** <https://indousagri-seeds.com/>

**E-mail:** [indouscs@gmail.com](mailto:indouscs@gmail.com)

**Place:** Ahmedabad

**Date:** 07-07-2023

**For and on behalf of the Board of Directors of  
Indo Us Bio-Tech Limited**



  
**Priyanka Ajudia**  
**Executive Director**  
**DIN: 07941023**