

To,  
The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra-Kurla Complex  
Bandra (E), Mumbai- 400 051,  
Maharashtra, INDIA

Date: 24<sup>th</sup> November, 2022

**Scrip Code: SIGMA**

**Subject:- Postal Ballot Notice**

Dear Sir/Ma'am,

Pursuant to Regulation 30 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Postal Ballot notice which is being sent to the members, seeking their approval in the matter of:-

***"MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM OF NSE LIMITED(NSE EMERGE) TO MAIN BOARD OF NSE LIMITED AND BSE LIMITED"***

Further the Postal Ballot Notice along with the Explanatory Statement as required under the Companies Act, 2013 can be downloaded from the website of the Company [www.sigmasolve.in](http://www.sigmasolve.in).

You are requested to take the above information on your record & acknowledge the same.

Thanking you.

Yours faithfully,  
For, Sigma Solve Limited

**Prakash R Parikh**  
Managing Director  
DIN: 03019773



**SIGMA SOLVE LIMITED**

305-308 Alpha Megacone House, Opp. Armieda, Nr. GTPL Building,  
Sindhu Bhavan Road, S.G. Highway, Ahmedabad-380054  
Ph. +91 9898095243, 079-29708387

CIN Number:- L72200GJ2010PLC060478



## **SIGMA SOLVE LIMITED**

[CIN: L72200G]2010PLC060478]

Regd. Office: 305-308, 3rd floor, Alpha Megacone House,  
Opp. Armieda, Sindhu bhavan Road, S G Highway  
Ahmedabad - 380054, Gujarat, India

Ph.No: 079-29708387 E-mail: [cshah@sigmasolve.net](mailto:cshah@sigmasolve.net) Website: [www.sigmasolve.in](http://www.sigmasolve.in)

### **POSTAL BALLOT NOTICE**

**To,  
The Members,  
Sigma Solve Limited**

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 20 and 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 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 03/2022 dated May 05, 2022 respectively (collectively termed as "MCA Circulars"), Regulation 44 of the SEBI (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 pursuant to all other applicable laws and regulations, to the Shareholders' or Members' ('Members') of **Sigma Solve Limited** ('the Company') for seeking approval for the resolutions appended below through Postal Ballot/ electronic voting ('remote E-voting'). The explanatory statement pertaining to the proposed resolutions setting out the material facts concerning each resolution and the reasons thereof mentioned in this Postal Ballot Notice is attached hereto for your consideration.

In view of the current circumstances prevailing due to COVID-19 pandemic and in furtherance to the MCA Circulars, and pursuant to Section 110 of the Act and the Rules made thereunder, the Company is sending Postal Ballot Notice("Notice") only by email to all its Members who have registered their email addresses with the Company/ Registrar and Share Transfer Agent ('RTA') or Depository/ Depository Participant(s) ("DPs") and the communication of assent/ dissent of the Members will only take place through the remote e-voting system. This Postal Ballot process is accordingly being initiated in compliance with the above mentioned Circulars.

In compliance with the requirements of the MCA Circulars, physical copy of Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company ('the Board'), at their Meeting held on November 21st, 2022 considered and approved the following resolutions, subject to the Members' approval through Postal Ballot:



***“MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM OF NSE (NSE EMERGE) TO MAIN BOARD OF NSE LIMITED AND BSE LIMITED”***

The Explanatory Statement pursuant to the Section 102 and 110 of the Act pertaining to the said resolutions setting out the material facts concerning item and the reasons thereof is also appended. The said resolutions and explanatory statement are being sent to you for your consideration pursuant to Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended.

The Resolutions, if approved, will be taken as passed effectively as on the last date of e-voting, i.e. Tuesday, December 27th, 2022 & it will be placed on the website of the Company: [www.sigmasolve.in](http://www.sigmasolve.in) and on the website of National Stock Exchange [www.nseindia.com](http://www.nseindia.com) along with the Scrutinizer’s Report.

The Board of Directors of the Company (the “Board”), has appointed M/s Mukesh H. Shah & Co., Practicing Company Secretary, having CP No. 2213, to act as Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner.

Members are requested to carefully read the instructions provided in the Notice and record their assent (FOR) or dissent (AGAINST) only through the remote e-voting process not later than 05:00 p.m. (IST) on Tuesday, December 27th, 2022, failing which it will be considered that no reply has been received from the Member.

The Scrutinizer will submit his report to the Chairman or any other person authorized by him after completion of the scrutiny of Postal Ballots (through remote e-voting). The result on the resolution proposed to be passed through Postal Ballots (through remote e-voting) shall be announced on or before Thursday, December 29<sup>th</sup>, 2022 at the registered office of the Company. The results along with the scrutinizer’s report will be displayed on the Company’s website under Investor Desk and will be communicated to stock exchange i.e. National Stock Exchange Limited (NSE) where Equity Shares of the Company are listed.

The Resolutions, if approved, will be taken as passed effectively as on the last date of e-voting, i.e. Tuesday, December 27th, 2022 & it will be placed on the website of the Company: [www.sigmasolve.in](http://www.sigmasolve.in) and on the website of Bombay Stock Exchange [www.nseindia.com](http://www.nseindia.com) along with the Scrutinizer’s Report.

**SPECIAL BUSINESS:**

**ITEM NO. 1 - MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM OF NSE LIMITED (NSE EMERGE) TO MAIN BOARD OF NSE LIMITED AND BSE LIMITED**

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



**“RESOLVED THAT** pursuant to the Regulation 277 and other relevant provisions laid down in Chapter IX of SEBI(Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time) and applicable SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of Companies Act, 2013 (read with underlying rules and regulations notified by MCA from time to time), which shall include any Statutory modifications, amendments and re-enactments thereof, and other applicable laws, consent of the members of the Company be and is hereby accorded for migration of the Company’s shares presently listed at SME platform of NSE Ltd(NSE EMERGE) to Main Board of NSE Limited (NSE) and BSE Limited (BSE) and to follow such procedures as specified by SEBI (ICDR) Regulations, 2018 and other applicable regulations notified by SEBI/regulatory authorities as amended from time to time for migration to Main Board.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby authorized jointly and/or severally to deal with any Government or semi government authorities or any other concerned intermediaries including but not limited to NSE, BSE, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company’s present listing from EMERGE Platform to Main Board of NSE and BSE.

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to do all such acts, deeds, matters and things including without limitation signing of various forms and documents and take all such steps as may be, in its absolute discretion, deem necessary and with power to accede to such modification and alteration to the aforesaid resolution as may be suggested by NSE and BSE or such other authority arising from or incidental to the said resolution and also power to settle questions, difficulties or doubts that may arise in this regard without requiring to secure any further approval of the members of the Company.

**Place: Ahmedabad**

**Date: 21.11.2022**

**BY ORDER OF THE BOARD  
SIGMA SOLVE LIMITED  
Sd/-  
PRAKASH RATILALA PRAIKH  
CHAIRMAN & MD  
DIN: 03019773**

**Registered Office:**

305-308, 3rd floor, Alpha Megacone House,  
Opp. Armieda, Sindhu bhavan Road,  
S G Highway  
Ahmedabad - 380054, Gujarat, India

**NOTES:-**

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, setting out material facts and reasons in respect of the special business under the Resolution(s) as set out above is annexed hereunder and forms part of the Notice;
2. Pursuant to the provisions of Section 110 of the Act read with the Rules and with the Circulars issued by the MCA, from time to time, your Company has an option to seek the approval of the Members through Postal Ballot (via remote e-voting) for the above mentioned resolutions, instead of getting the same passed at a General Meeting. Accordingly, if the resolution is approved by the Members through Postal Ballot via remote e-voting, it shall be deemed to have been passed as if the same has been passed at a General Meeting of the Members convened in this regard;
3. In accordance with the guidelines prescribed by the guidelines issued by the Ministry of Corporate Affairs ('MCA') for conducting postal ballot through e-Voting vide General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021 and 03/2022 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021 and May 05, 2022 respectively and other relevant Circulars, if any, issued by the Ministry of Corporate Affairs ('MCA Circulars' or 'General Circulars') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), this Postal Ballot Notice ("Notice") along with explanatory statement and e-voting instructions is being sent only through electronic mode to all those Shareholders whose e-mail addresses are registered with the Company's Registrar and Transfer Agents, Link Intime India Private Limited ("RTA")/ Depository(s) as on Friday, November 18<sup>th</sup>, 2022 ("Cut-off Date"). The copy of the Notice will also be available on Company's website at [www.sigmasolve.in](http://www.sigmasolve.in) , [www.evotingindia.com](http://www.evotingindia.com) (agency providing e-Voting facility) and [www.nseindia.com](http://www.nseindia.com) (where company is listed)("Websites");
4. The e-Voting period commences on Monday, November 28<sup>th</sup>, 2022 (09:00 a.m. IST) and ends on Tuesday, December 27<sup>th</sup>, 2022 (05:00 p.m. IST). During this period, Shareholders holding shares as on cut-off date may cast their vote electronically;
5. In compliance with the terms 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 e-Voting system only;
6. Voting rights shall be reckoned in proportion to the equity shares held by the Shareholders in the paid-up equity share capital of the Company as on the closure of business hours of 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;
7. Mr. Mukesh H Shah (FCS:-5827), Proprietor, M/s. Mukesh H. Shah & Co., Practicing Company Secretaries (CoP No.:2213) has been appointed to act as the Scrutinizer for conducting the Postal Ballot through e-voting process in accordance with the law and in a fair and transparent manner;
8. The result of the postal ballot will be announced within two working days of conclusion of the e-Voting. The result declared along with the Scrutinizer's Report would be displayed on the Websites;
9. The resolution(s), if passed by requisite majority, shall be deemed to have been passed on the last date of e Voting i.e., on Tuesday, December 27<sup>th</sup>, 2022;
10. Shareholders who have not yet registered their e-mail addresses are requested to register the same with their Depository Participant ("DP") in case the shares are held by them in demat mode and with RTA in case the shares are held by them in physical mode;
11. The dispatch of Postal Ballot Notice shall be announced through an advertisement in at least 1 (one) English newspaper having wide circulation in Ahmedabad and at least 1(one) Gujarati newspaper having wide circulation in Ahmedabad, where the registered office of the Company is situated;

**12. INSTRUCTIONS FOR E-VOTING:**

- i)** In compliance with Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the members to exercise their votes electronically and vote on all the resolutions through the e-voting service facility arranged by Central Depository Services (India) Ltd (CDSL). Instructions on e-voting are enumerated as part of the Notice.
- ii)** The e-Voting period commences on Monday, November 28<sup>th</sup>, 2022 (09:00 a.m. IST) and ends on Tuesday, December 27<sup>th</sup>, 2022 (05:00 p.m. IST). During this period, Shareholders holding shares as on the Cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Shareholders, he / she shall not be allowed to change it subsequently or cast vote again.
- iii)** Login method for e-Voting for Individual Shareholders holding securities in Demat mode through Central Securities Depositories Limited ("CDSL")/National Securities Depositories Limited ("NSDL") is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2. After successful login, the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the e-Voting period. Additionally, there is also link provided to access the system of all e-Voting Service Providers i.e. CDSL, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol> <p>Shareholders 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</p>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on mobile.</li> </ol>

	<ol style="list-style-type: none"> <li>2. 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.</li> <li>3. 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 e-Voting period.</li> <li>4. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS” Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>5. 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 mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders/Members’ section.</li> <li>6. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</li> <li>7. 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 e-Voting period.</li> </ol> <p>Shareholders 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</p>
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<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<ol style="list-style-type: none"> <li>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</li> <li>2. 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.</li> <li>3. 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 e-Voting period.</li> </ol>
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**Important note:** Shareholders who are unable to retrieve User ID/ Password are advised to use “Forget User ID” and “Forget Password” option available at abovementioned website.

**iv) Login method for e-Voting for Non- Individual Shareholders**

- a. The Shareholders should log on to the e-Voting website [www.evotingindia.com](http://www.evotingindia.com).
- b. Click on “Shareholders” module.
- c. Now enter your User ID
  - i For CDSL: 16 digits beneficiary ID,
  - ii For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - iii Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- d. Next enter the Image Verification as displayed and Click on Login;
- e. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-Voting of any company, then your existing password is to be used;
- f. If you are a first-time user follow the steps given below:

	<b>For Shareholders holding securities in physical mode and other than individual Shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric “PAN” issued by Income Tax Department (Applicable for both demat Shareholders as well as physical Shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the Member id / folio number in the Dividend Bank details field.</li> </ul>

- g. After entering these details appropriately, click on “SUBMIT” tab;
- h. Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in demat mode 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 account 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;
- i. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice;
- j. Click on the **EVSN 221122010** for Sigma Solve Limited on which you choose to vote;
- k. 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;
- l. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details;
- m. 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;



- n. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote;
- o. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page;
- p. 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;
- q. **Additional Facility for Non – Individual Shareholders and Custodians For e-Voting**
- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - 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 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; [cshah@sigmasolve.net](mailto:cshah@sigmasolve.net) (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.
- v) **Process For Those Shareholders Whose Email/Mobile No. Are Not Registered With The Company/ Depositories.**
- a. For Physical Shareholders- please provide necessary details like Folio No., Name of Shareholders, 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 [cshah@sigmasolve.net](mailto:cshah@sigmasolve.net)
- b. For Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
- c. For Individual Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.



**EXPLANATORY STATEMENT**  
**[UNDER SECTION 102 OF THE COMPANIES ACT, 2013]**

**RESOLUTION 1: MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM SME PLATFORM OF NSE LIMITED(NSE EMERGE) TO MAIN BOARD OF NSE LIMITED AND BSE LIMITED**

As the Members/Shareholders are aware that the equity shares of the Company are listed on SME platform of NSE i.e. NSE EMERGE w.e.f October 19<sup>th</sup>, 2020. and as per the SEBI (Issue of Capital Disclosure and Requirements) ICDR Regulations, 2018 (as amended from time to time) the Company having paid up Share Capital of more than Rs. 10 Crore but up to Rs. 25 Crore and whose shares are listed on SME Exchange for more than 2 years are eligible to migrate from SME Exchange to Main Board.

Your Company has been listed and traded on NSE EMERGE (<https://www1.nseindia.com/emerge/>) for more than two years and hence eligible to migrate to the Main Board of NSE and BSE as per guidelines specified by SEBI vide their circular dated 18<sup>th</sup> May, 2010 and as per the procedures laid down under Chapter IX of SEBI (ICDR) Regulations, 2018 listing on the Main Board of National Stock Exchange of India Limited and Bombay Stock Exchange Limited. The Board of Directors vide their meeting held on Monday November 21<sup>st</sup>, 2022 proposed to migrate from NSE EMERGE platform to Main Board of NSE and BSE as it will enhance participation of retail investors in large numbers and overall market capitalization of the Company may also get increase. The benefits of listing on the Main Board in the form of Market Capitalization, enhanced liquidity, larger participation, visibility etc. will accrue to the Shareholders of the Company.

The members are, therefore, requested to accord their approval for Migration of Company's Equity Shares from EMERGE Platform to Main Board of NSE Limited and BSE Limited as set out in the resolution.

Pursuant to Proviso to Regulation 277 and relevant procedures laid down under Chapter IX of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the proposed resolution shall be acted upon if the votes cast by public Shareholders in favour of the proposal, amount to at least 2 times the number of votes cast by the public Shareholders against the proposal.

Pursuant to Section 102 of the Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of its Director or Key Managerial Personnel and their immediate relatives is concerned or interested, financially or otherwise, except to their shareholding, in the aforesaid resolution except their shareholding in the Company.

**Place: Ahmedabad**  
**Date: 21.11.2022**

**BY ORDER OF THE BOARD**  
**SIGMA SOLVE LIMITED**  
**Sd/-**  
**PRAKASH RATILALA PRAIKH**  
**CHAIRMAN & MD**  
**DIN: 03019773**



## SIGMA SOLVE LIMITED

[CIN: L72200GJ2010PLC060478]

Regd. Office: 305-308, 3rd floor, Alpha Megacone House,  
Opp. Armieda, Sindhu bhavan Road, S G Highway  
Ahmedabad - 380054, Gujarat, India

Ph.No: 079-29708387 E-mail: cshah@sigmasolve.net Website: [www.sigmasolve.in](http://www.sigmasolve.in)

### Calendar of events for Postal Ballot

Sr. No.	Particulars	Date of event
1	Date of approval of the Board of Directors for considering items to be approved by the shareholders through Postal Ballot.	21 <sup>st</sup> November,2022
2	Date of Appointment of Scrutinizer for Postal Ballot.	14 <sup>th</sup> November,2022
3	Cut-off Date for determining the names of shareholders entitled to notice of postal ballot and eligibility to vote.	18 <sup>th</sup> November,2022
4	Display of the Notice of Postal Ballot on the Company's website	24 <sup>th</sup> November,2022
5	Date of completion of dispatch of notice along with Postal Ballot Form by E-mail.	24 <sup>th</sup> November,2022
6	Publication of Notice in newspaper for postal Ballot process and others.	25 <sup>th</sup> November, 2022
7	Date of Commencement of voting (Postal Ballot Through electronic Means)	28 <sup>th</sup> November,2022 09:00 A.M.(IST)
8	Date of Closure of voting (Postal Ballot Through electronic Means)	27 <sup>th</sup> December,2022 05:00 P.M.(IST)
9	Date of Submission of the Report by the Scrutinizer	On Or Before 29 <sup>th</sup> December, 2022
10	Date of declaration of postal ballot results by the Company	On Or Before 29 <sup>th</sup> December, 2022
11	Date of Intimation of results of Postal Ballot to Stock Exchange	On Or Before 29 <sup>th</sup> December, 2022
12	Display of the results of Postal Ballot in the Company's website	On Or Before 29 <sup>th</sup> December, 2022