



ONE BKC, 13th Floor, 1302, B-Wing Plot No. C-66, G-Block, Bandra Kurla Complex, Bandra (E) Mumbai-400051
Tel.: 6693 0813 / 0830 • Email : lplho@laffanspetrochemical.com

11/03/2022

The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 524522

Dear Sirs,

Sub: Notice of postal ballot

In line with the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we enclose herewith Notice of Postal Ballot dated January 27, 2022 for seeking approval for appointment of Independent Director Mr. Gajraj Mishra for consecutive 5 years.

The aforesaid notice sent to all the members via email whose names appear in the Registrar of Members as on the **cut off date** being Friday, 11th March 2022.

The Company has availed e-voting facility for Postal Ballot from **Central Depository Services (India) Limited (CDSL)** in order to enable the members to cast their vote electronically.



Date of postal ballot events:

Sr.No.	Particulars	Dates
1.	Date of commencement e-voting	On Tuesday, 15 March, 2022
2.	Date of end of e-voting	On Wednesday, 13 April, 2022
3.	Result of Postal Ballot	On or before Friday, 15 April, 2022

Postal Ballot Notice, along with the Explanatory Statement, is uploaded on the website of the Company at www.laffanspetrochemicals.com and on the website of Bigshare Services Private Limited - https://www.bigshareonline.com/postal_ballot.aspx

This is for your information and records.

Thanks & Regards,



By Order of the Board of Directors
For Laffans Petrochemicals Limited

Anupam J Vyas

Company secretary & Compliance Officer

Membership No.: A60464

Place: Mumbai

Date: 27.1.2022

Registered Office:

SHED NO.C1B/316, GIDC PANOLI,

ANKLESHWAR, BHARUCH, GJ 394116 IN

CIN: L99999GJ1992PLC018626



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NOTICE OF POSTAL BALLOT

Dear Members,

Notice is hereby given to the Members of **Laffans Petrochemicals Limited** ('the Company'), pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of Companies (Management & Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the Special Resolution as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot/Electronic voting.

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, MCA in terms of its General Circulars, has advised the companies to take all decisions of urgent nature 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 there under, without holding a general meeting that requires physical presence of members at a common venue.

The Ministry of Corporate Affairs, Government of India ("MCA") in terms of the General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General



Circular No. 20/2020 dated 5th May, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 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 8th December, 2021 (the "MCA Circulars"), in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, have advised the companies to take all decisions of urgent nature 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.

Further, in terms of the General Circulars, the Company shall send Postal Ballot Notice by email to all its Members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the Members shall only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the General Circulars. The proposed Ordinary Resolution and Explanatory Statement pursuant to Section 102 of the Act setting out all material facts relating to the proposed resolution is annexed hereto for your consideration.

Scrutinizer for conducting the Postal Ballot the Board of Directors, pursuant to Rule 22(5) of the Rules, has appointed Ms. Jyoti Dubey (Membership No. ACS: 64673 and CP: 24221), Company Secretaries as Scrutinizer for conducting the Postal Ballot/ E-voting in accordance with the law and in a fair and transparent manner.

E-voting

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged BigsharesServices Private Limited, Registrar and Transfer Agents of the Company ("Bigshares Services private limited " or "RTA"), to provide e-voting facility for its Members. The E-Voting facility is available at the link: <https://www.evotingindia.com/> from 09.00 am Tuesday, 15 March, 2022 up to 05.00 pm on



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Wednesday, 13 April, 2022. E-Voting module shall be blocked by Bigshare at 05.00 pm on Wednesday, 13 April, 2022 and voting shall not be allowed beyond the said date and time.

The Scrutinizer shall submit his Report, in writing, upon completion of scrutiny of E-Voting data provided by big shares, in a fair and transparent manner. The result on the resolution proposed to be passed through Postal Ballot/E-Voting shall be announced on or before Friday, 15 April, 2022 by 05.00 pm and shall be displayed on the notice board at the Registered Office of the Company for a period of 2 (Two) days and shall be communicated to BSE Limited ("Stock Exchange") where the equity shares of the Company are listed.

The resolutions, if passed by requisite majority, will be taken as passed effectively on the last date specified by the Company for e-voting, i.e. Wednesday, 13 April, 2022. The members are requested to consider and, if thought fit, pass the following resolutions:

SPECIAL BUSSINESS:

Appointment of Independent Director Mr. Gajraj Mishra w.e.f. January 27th 2022

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

"RESOLVED THAT in accordance with, the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Rules made there under, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr.Gajraj Mishra (DIN : 09454405), who was appointed as an Additional Director of the Company with effect from January 27th 2022, pursuant to Section 161 of the Act and the Articles of Association of the Company and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby appointed as an Independent Director, not liable to retire by rotation and to hold office a term of upto 5 (five) consecutive years with effect from January 27th 2022;



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RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such things, deeds, matters and acts as may be required to give effect to this resolution and all things incidental and ancillary thereto including but not limited to the power to alter or amend or revise or vary the terms of remuneration from time to time and obtaining the Central Government's approval if any and to do all things incidental and ancillary thereto”



By Order of the Board of Directors
For **Laffans Petrochemicals Limited**

A handwritten signature in blue ink, appearing to read "Anupam J Vyas", written over a horizontal line.

Anupam J Vyas

Company secretary & Compliance Officer

Membership No.: A60464

Place: Mumbai

Date: 27.1.2022

Registered Office:

SHED NO.C1B/316, GIDC PANOLI,

ANKLESHWAR, BHARUCH, GJ 394116 IN

CIN: L99999GJ1992PLC018626

NOTES:

1. The Explanatory Statements and reasons for the proposed Ordinary Resolution pursuant to Section 102 read with Section 110 of the Act setting out material facts are appended herein below.

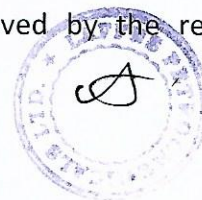
- 7
2. The Company has appointed Ms. Jyoti Dubey (ACS 64673: COP 24221) Practicing Company Secretary, to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.
 3. The Notice is being sent to all the Members via email, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited as on Friday, 11th March 2022.
 4. The Notice is being sent to members in electronic form to the e-mail addresses registered with the Company or the Depository Participant(s). Further, the shareholders would have the option to vote only through remote e-voting and voting through physical ballot papers will not be provided.
 5. The Members, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, 11th March, 2022, being the cut-off date, are entitled to vote on the Resolution set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice of Postal Ballot for information purpose only.
 6. In compliance with provisions of Section 110 and other applicable provisions of the Act read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the Company has entered into an agreement with Bigshare Services Private Limited, Registrar and Share Transfer Agents (RTA) of the Company for facilitating e-voting to enable the Shareholders to cast their votes electronically instead of dispatching Postal Ballot Form.



7. Members may please note that the Postal Ballot Notice will also be available on the Company's website at <https://www.laffanspetrochemical.com/investor> & website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.
8. All the material documents referred to Explanatory Statements, shall be available for inspection through electronic mode from Tuesday, 15 March, 2022 to Wednesday, 13 April, 2022, basis the request being sent on companysecretary@laffanspetrochemical.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

Kindly note that the Members can opt for only e-voting. If Members are opting for e-voting the voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, 11th March, 2022, being the cut-off date fixed for the purpose.

9. The voting period begins at 9.00 hours IST on Tuesday, 15 March, 2022 and ends at 17.00 hours IST on Wednesday, 13 April, 2022. The e-voting module shall be disabled by Bigshare Services Private Limited for voting thereafter.
10. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the results of the voting by Postal Ballot will be announced on or before Friday, 15 April, 2022 at the Registered Office of the Company and on stock exchange.
11. The date of declaration of the Postal Ballot result shall be the date on which the Resolution would be deemed to have been passed, if approved by the requisite majority.



12. In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act read with Rules framed thereunder, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard- 2, the Company has arranged remote e-voting facility for all its members, to enable them to cast their vote electronically instead of dispatching the physical Postal Ballot form by post. The Company has engaged the services of CDSL for the purpose of providing remote e-voting facility to all its members.

VOTING THROUGH ELECTRONIC MEANS

The instructions for shareholders voting electronically are as under:

The voting period begins 9.00 hours IST on Tuesday, 15 March, 2022 and ends at 17.00 hours IST on Wednesday, 13 April, 2022. 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 March 11, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- I. The shareholders should log on to the e-voting website www.evotingindia.com.
- II. Click on Shareholders tab. Now, select the "LAFFANS PETROCHEMICAL LIMITED" from the drop down menu and click on "SUBMIT"
- III. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- IV. Next enter the Image Verification as displayed and Click on Login.

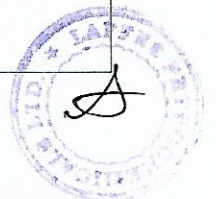


V. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

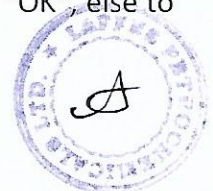
VI. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	<p>Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
<p>Dividend Bank Details OR Date of Birth (DOB)</p>	<p>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.</p> <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 as mentioned in instruction (iv).



- VII. After entering these details appropriately, click on "SUBMIT" tab.
- VIII. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- IX. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- X. Click on the EVSN for the relevant <LAFFANS PETROCHEMICAL LIMITED> on which you choose to vote.
- XI. 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.
- XII. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XIII. 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.



- XIV.** Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- XV.** You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- XVI.** 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.
- XVII.** Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

XVIII. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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 should be emailed to 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 favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- XIX.** In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- XX.** The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.laffanspetrochemical.com and on the website of CDSL immediately after the declaration of result by the Chairman of the meeting or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange viz. Bombay Stock Exchange Limited (BSE Limited).

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

Item No.1–

To bring more experience on the board your Board had appointed Mr. Gajaraj Mishra as an Additional Director [Category- Independent Director] on January 27, 2022 for a term five consecutive years. Mr. Gajaraj is having 15 years experience in petrochemical industries with Yashashvi Petrochem [Vadodara Gujarat] he is having bachelor degree in electronics and communication engineering from Dr. J J Magdam College [Kolhapur Maharashtra]

The company has received consent and declaration in writing from Mr. Gajaraj Mishra that he is not disqualified from being appointed as Independent Director in terms of the provision of section 164 of the companies Act 2013. The consent and approval of the shareholders is sought for his appointment in accordance with the Companies Act 2013 .



The Board of Directors based on the recommendation of the Nomination and remuneration Committee considers the appointment of as an Independent Director in the interest of the Company and recommends the Special resolution as set out in the Notice for approval of Members.

A copy of draft appointment letter as an Independent Director setting out with terms and conditions of said appointment would be available for inspection in corporate office of the company during working days in business hours without payment of fee by the members.

Directorship(s) / Membership(s) in other Companies - Unlisted Public Companies - NIL

ANNEXURE A

Name of Independent Director	Mr. Gajraj Mishra
DIN	0009454405
Date of Birth	May 11,1974
Qualification	Bachelor in electronics and communication engineering from Dr. J J Magdam College
Experience	15 years experience in Yahsashvi petrochem
Last drawn remuneration	N.A
Date of first appointment of the Board	January 27,2022
Shareholding in company	NIL
Relationship with other Directors and KMPs	Not related with any board members and KMPs
No of meetings attended from the date of appointment till postal ballot	NIL
Directorship in other companies	NIL
Membership/Chairman ship in committees of other	NIL



By Order of the Board of Directors
For Laffans Petrochemicals Limited



A handwritten signature in black ink, appearing to read 'Anupam J Vyas'.

Anupam J Vyas

Company secretary & Compliance Officer

Membership No.: A60464

Place: Mumbai

Date: 27.1.2022

Registered Office:

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