

Signatureglobal (India) Limited

CIN: L70100DL2000PLC104787

Registered Office: 13th Floor, Dr. Gopal Das Bhawan,
28, Barakhamba Road, Connaught Place, New Delhi 110 001, India.

Telephone: +91 11 4928 1700

Website: www.signatureglobal.in | **Email Id:** investors@signatureglobal.in

POSTAL BALLOT NOTICE

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

Dear Members,

NOTICE is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (the “**Act**”) read with the Companies (Management and Administration) Rules, 2014 (the “**Rules**”), Secretarial Standard-2 on General Meetings (the “**SS-2**”) issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**SEBI Listing Regulations**”), and other applicable laws, Rules and Regulations, if any (including any statutory modifications, amendments or re-enactments thereof for the time being in force) read with General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020 and subsequent Circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (the “**MCA Circulars**”) for holding general meetings/ conducting postal ballot process, Signatureglobal (India) Limited (the “**Company**”) is seeking approval of the Members for the matters included in the resolutions proposed to be passed through Postal Ballot by way of remote e-Voting.

In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to all the Members whose e-mail addresses are registered with the Company/ Depositories and the communication of assent / dissent of the Members will take place through the remote e-voting system. If your email address is not registered with the Company/ Depositories, please follow the process provided in the Notes to this Notice.

An Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, setting out the material facts pertaining to the resolutions mentioned in this Postal Ballot Notice, is annexed hereto. Pursuant to Rule 22(5) of the Rules, the Board of your Company at its meeting held on 25th June, 2025, has appointed Mr. Deepak Kukreja, Partner, DMK Associates, Practicing Company Secretaries as Scrutinizer and Mrs. Monika Kohli, Partner, DMK Associates, Practicing Company Secretaries as alternate Scrutinizer to scrutinize the Postal Ballot through remote e-voting process in a fair and transparent manner.

The Company has engaged the services of National Securities Depository Limited (“**NSDL**”) to provide remote e-voting facility to all its Members. Members are requested to refer the instructions for remote e-voting given in the Notes to this Postal Ballot Notice for the process and manner in which remote e-voting is to be carried out.

The remote e-voting period commences at 9.00 A.M. (IST) on **Thursday, the 3rd July, 2025** and ends at 5.00 P.M. (IST) on **Friday, the 1st August, 2025**. During this period, members of the Company holding equity shares as on the cut-off date i.e. 27th June, 2025 may cast their vote electronically. The Scrutinizer will submit his report to the Chairman of the Company or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before 5.00 P.M. (IST) on **Monday, the 4th August, 2025**.

The said results along with the Scrutinizer’s Report will be placed on the website of the Company at www.signatureglobal.in and on the website of NSDL at evoting@nsdl.com and shall also be communicated to BSE Limited and National Stock Exchange of India Limited where the equity shares of the Company are listed.

SPECIAL BUSINESS

1. To approve increase in the borrowing limit of the Company under Section 180(1)(c) of the Companies Act, 2013

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

“Resolved that in supersession to the special resolution passed by the Members in their Extra-Ordinary General Meeting held on 24th June, 2023 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the

Companies Act, 2013 and the Rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or the person(s) authorised by the Board to exercise the powers conferred on the Board by this resolution) to borrow any sum of money(ies) from time to time at their discretion for the business of the Company from any one or more bank(s), financial institution(s), mutual fund(s), body(ies) corporate, firm(s) and other person(s) by way of loans or credit facilities (fund based or non fund based) or issue of Debentures, Bonds, Commercial Papers, External Borrowings or any instrument or otherwise as permitted under any law on such terms and conditions, with or without security, as the Board in its absolute discretion may think appropriate notwithstanding that the total money(ies) to be borrowed, together with money(ies) already borrowed by the Company shall not exceed at any point of time Rs. 60,00,00,00,000/- (Rupees Six Thousand crore only) in excess of aggregate of paid-up share capital, free reserves and securities premium of the Company apart from temporary loans obtained from the Company's banker in the ordinary course of business.

Resolved further that the Board of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable including the delegation of all or any of its powers conferred on the Board vide this resolution to any Committee of the Board or official(s) of the Company and to settle any question, difficulty, doubt that may arise to give effect to the same."

2. To approve the creation of charges on the movable and immovable properties of the Company, both present and future, in respect of borrowing under Section 180(1)(a) of the Companies Act, 2013

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

"Resolved that in supersession to the special resolution passed by the Members in their Extra-Ordinary General Meeting held on 24th June, 2023 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force) and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or the person(s) authorised by the Board to exercise the powers conferred on the Board by this resolution) to pledge, mortgage, hypothecate and/or create charge on all or any part of the movable or immovable property(ies) of the Company and to sell, lease or otherwise dispose of the whole or part of the undertaking(s) of the Company, both present and future, in addition to existing pledge, mortgage, hypothecate and/or charge in favour of bank(s), financial institution(s), investor(s), trustee(s) (including the trustee for the holders of debentures, bonds or other instrument) and any other lender(s)/person(s) to secure the amount borrowed by the Company and/or its subsidiary(ies) from time to time for the due payment of the principal and/or together with interest, additional interest, compounding interest, charges, costs, expenses and all other money(ies) including any increase as a result of devaluation, revaluation, fluctuations in the rate of exchange and other obligations payable by the Company and/or its subsidiary company(ies) in respect of such borrowing(s) on such terms and conditions and in such form as the Board in its absolute discretion thinks fit, provided that the aggregate indebtedness secured by the assets of the Company shall not exceed at any time a sum of Rs. 60,00,00,00,000/- (Rupees Six Thousand crore only).

Resolved further that the Board of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable including the delegation of all or any of its powers conferred on the Board vide this resolution to any Committee of the Board or official(s) of the Company and to settle any question, difficulty, doubt that may arise to give effect to the same."

3. To approve raising of funds by issuance of Secured Listed Redeemable Non-Convertible Debentures (NCDs)

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

"Resolved that pursuant to the provisions of Sections 42, 71, 179 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange and Management Act, 1999 and Rules and Regulations made thereunder including the Foreign Exchange and Management (Debt Instruments) Directions, 2019 and the Master Direction- Reserve Bank of India (Non-resident Investment in Debt Instruments) Directions, 2025, Consolidated Foreign Direct Investment (FDI) Policy issued by Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India (GOI) (including any statutory modifications or re-enactments thereof for the time being in force) and other applicable Circulars, Regulations, Guidelines issued by Stock Exchange(s), the Securities and Exchange Board of India (SEBI), Reserve Bank of India (RBI) and GOI etc. and subject to the provisions of the Articles of Association of the Company and such approvals, consents and permissions as may be required from time to time, the approval of the Members of the Company be and is hereby accorded to offer, issue and allot Secured Listed Redeemable Non-Convertible Debentures (NCDs), in one or more series/tranches, for an amount not exceeding

Rs. 8,75,00,00,000/- (Rupees Eight Hundred Seventy Five Crores only) on private placement basis, to such person(s), including eligible investors (whether residents and/ or non-residents and/or institutions/incorporated bodies and/ or individuals and/or trustees and/or banks, financial institutions or otherwise, in domestic and/ or one or more international markets), Qualified Institutional Buyers (QIBs), Foreign Institutional Investors (FIIs), Foreign Portfolio Investors (FPIs), Venture Capital Funds, Foreign Venture Capital Investors, Mutual Funds, State Industrial Development Corporations, Insurance Companies, Development Financial Institutions, Bodies Corporate, Multilateral institutions, Pension/Provident Funds, Companies, private or public or other entities, authorities and such other persons in one or more combinations thereof as may be identified by the Board or any duly constituted Committee of the Board in its absolute discretion, however, that the aggregate amount of funds to be raised by issue of NCDs, subordinate debentures, bonds, and /or other debt securities etc. shall not exceed overall borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.

Resolved further that for the purpose of giving effect to Private Placement of NCDs, the Board of the Company or a duly constituted Committee of the Board, be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable including to determine the terms and conditions of the Issue, allotment of Debentures including the class of investors to whom the Debentures are to be allotted, the number of Debentures to be allotted in each tranche, issue price, face value, tenor, coupon/ interest rate, premium/ discount to the then prevailing market price, amount of issue, discount to issue price to a class of Debenture holders, listing, redemption, security to be provided and other matters and to settle any question, difficulty, doubt that may arise to give effect to this resolution and to enter and execute agreements, documents, declarations/undertakings and instruments etc. as may be required in relation thereto."

4. To alter the Articles 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 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable Rules made thereunder, Regulation 23(6) of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with Regulation 15(1)(e) of the SEBI (Debenture Trustees) Regulations, 1993 and other applicable laws (including any statutory modifications or re-enactments thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded to alter the existing Articles of Association by inserting a new Article i.e. 'Article 98A' after Article 98 as under:

"98A. The Board of Directors shall, upon the request of the Debenture Trustee(s), appoint the person nominated by the Debenture Trustee(s) as a Nominee Director on the Board of the Company, in accordance with clause (e) of sub-regulation (1) of regulation 15 of the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended from time to time."

Resolved further that the Board of the Company be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary, proper or desirable to settle any questions, difficulties or doubts that may arise in this regard and accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or any other authority."

By the order of the Board
For **Signatureglobal (India) Limited**

M R Bothra
Sr. Vice President Corporate Affairs &
Company Secretary
FCS: 6651

Place : Gurugram

Date: 25th June, 2025

NOTES:

1. An Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 (the Act) setting out the material facts pertaining to the resolutions mentioned in this Postal Ballot Notice, is annexed hereto.
2. As per Section 108, 110 and other applicable provisions of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), cut-off date for the purpose of reckoning the voting rights and sending the Postal Ballot Notice is **Friday, the 27th June, 2025 (“Cut-off date”)**. A person who is not a Member as on the Cut-off date should treat the Notice for information purpose only.
3. Pursuant to the provisions of Section 110 of the Act read with the Rules and the MCA Circulars, the 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 resolutions are 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. The Resolution, if passed by requisite majority, shall be deemed to have been passed on **Friday, the 1st August, 2025** being the last day of remote e-Voting.
4. In line with the MCA Circulars, the Postal Ballot Notice is being electronically sent to all the Members of the Company, whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company / Depository(ies) respectively and whose email addresses are registered with the Company or with the depository(ies) / depository participants or Registrar and Share Transfer Agent as on the Cut-off date. In terms of the applicable provisions of the MCA Circulars, requirement of sending a physical copy of the Notice of Postal Ballot along with Postal Ballot Form has been dispensed with till 30th September, 2025. Accordingly, physical copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope are not being sent to the members for this Postal Ballot process. The Company is providing facility for voting by electronic means (e-voting) and the business may be transacted through such remote e-voting only.
5. Members may note that this Postal Ballot Notice will also be available on the website of the Company at www.signatureglobal.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.
6. The entire shareholding of the Company is in demat mode. Therefore, the members who have not registered their e-mail addresses with the Depositories/ Depository Participant are requested to register the same with their Depository Participant where they maintain their Demat Account.
7. Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the member as on Cut-off date. Only those members whose names are recorded in the Register of Members of the Company or in the list of Beneficial Owners maintained by the Depositories as on that date will be entitled to cast their votes by remote e-voting.
8. The e-voting commences at 9.00 A.M. (IST) on **Thursday, the 3rd July, 2025** and ends at 5.00 P.M. (IST) on **Friday, the 1st August, 2025** (both days inclusive). The remote e-voting module shall be disabled by NSDL for voting thereafter. During this period, the Members of the Company (including those members who may not have received the Notice due to non-registration of their email address with the Company or the Depositories) holding shares in dematerialized form as on the Cut-off date, may cast their vote by electronic means in the manner as set out below. Once the vote on a resolution is cast by member, the member shall not be allowed to change it subsequently.
9. All the documents referred to in this Postal Ballot Notice and the Explanatory Statement shall be open for inspection by the Members at the Registered Office and Corporate Office of the Company during business hours on all working days until the last date of remote e-voting.
10. Members who have any query in relation to any of the resolutions included in this Postal Ballot Notice may send, their questions mentioning their name, demat account number/folio number, email ID, mobile number at investors@signatureglobal.in.
11. **Instructions for remote e-voting**

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system





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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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 advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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 held 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;">  <div style="margin: 0 10px;">App Store</div>  <div style="margin: 0 10px;">Google Play</div> </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 the e-Voting service provider 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, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

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

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

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 134331 then user ID is 134331001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to deepak.kukreja@dmkassociates.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to investors@signatureglobal.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investors@signatureglobal.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. 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.

Other Information:

The Board of Directors of the Company has appointed Mr. Deepak Kukreja, Partner, DMK Associates, Practicing Company Secretaries as Scrutinizer and Mrs. Monika Kohli, Partner, DMK Associates, Practicing Company Secretaries as alternate Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed.

The Scrutinizer after scrutinizing the votes cast through remote e-voting will make a Scrutiniser's Report of the votes cast in favour or against, if any, and shall submit the same within time stipulated under the applicable laws to the Chairman of the Company or any other person authorized by him in writing who shall countersign the same.

The result of the voting on Resolutions by remote e-voting will be declared by the Chairman of the Company or the authorized person on or before 5.00 P.M. (IST) on **Monday, the 4th August, 2025**. The result along with the scrutinizer's report will be communicated to the Stock Exchange(s) where the equity shares of the Company are listed and will also be displayed at the Registered and/or Corporate office of the Company and shall also be hosted on the Company's website: www.signatureglobal.in and on the NSDL's website: www.evoting.nsdl.com. The resolution if passed by the requisite majority, shall be deemed to have been passed as if the same has been passed at a general meeting of the members convened in that behalf and shall be deemed to have been passed on the last date specified by the Company for remote e-voting, i.e., **1st August, 2025**.

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

Item No. 1

Pursuant to the provisions of Section 180(1)(c) and other applicable provisions, of the Companies Act, 2013 and the Rules made thereunder, the Company can borrow money(ies) exceeding the aggregate of the paid-up share capital, free reserves and securities premium of the Company only with the approval of Members of the Company by way of Special Resolution.

The Members of the Company in their Extra-Ordinary General Meeting held on 24th June, 2023 had approved, by way of Special Resolution, the borrowing limits of the Company upto Rs. 30,00,00,00,000 (Rupees Three Thousand Crore only) under Section 180(1)(c) of the Companies Act, 2013.

Keeping in view the Company's existing and future fund requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise fund from various Bank(s) and/or Financial Institution(s), Mutual Fund(s), Bodies Corporate(s), firm(s) and / other person(s) by way of loans or credit facilities (fund based or non fund based) or issue of Debentures, Bonds, Commercial Papers, External Commercial Borrowings or any other instruments or otherwise on such terms and conditions as may be considered fit, which, together with the money(ies) already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) in excess of the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

In view of the increased requirement of the funds, the Board in its meeting held on 25th June, 2025, recommended to the Members of the Company for their approval to borrow from time to time not exceeding Rs. 60,00,00,00,000/- (Rupees Six Thousand Crore only) together with money(ies) already borrowed in excess of aggregate of paid-up share capital, free reserves and securities premium of the Company apart from temporary loans obtained from the Company's banker in the ordinary course of business.

It is to be noted that the limit mentioned above pertains to the standalone gross debt and part of the proposed increase in the debt at the Company level may be used for repayment of debt of Wholly Owned Subsidiaries of the Company resulting into no effect on consolidated debt of equivalent amount at group level. Further, consolidated net debt at group level as on 31st March 2025 was Rs. 8.3 billion and Management's endeavor is to keep consolidated net debt level within controllable limits.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 1, except to the extent of their respective shareholding in the Company.

The Board recommends proposed resolution at Item No.1 for your approval by way of Special Resolution.

Item No. 2

Pursuant to the provisions of Section 180(1)(a) and other applicable provisions, of the Companies Act, 2013 and the Rules made thereunder, the Board of the Company shall not, without the consent of the shareholders by way of Special Resolution, sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company. This also includes creation of charge/ mortgage / hypothecation on the movable and immovable Properties of the Company.

The Members of the Company in their Extra-Ordinary General Meeting held on 24th June, 2023 had approved, by Special Resolution, the limit under section 180(1)(a) of the Companies Act, 2013 upto Rs. 30,00,00,00,000 (Rupees Three Thousand Crore only).

The Company is required to pledge, mortgage, hypothecate and/or charge all or any part of the movable or immovable property(ies) of the Company and the whole or part of the undertaking(s) of the Company, both present and future, in addition to existing pledge, mortgage, hypothecate and/or charge in favour of bank(s), financial institution(s), investor(s), trustee(s) (including the trustee for the holders of debentures, bonds or other instrument) and any other lender(s)/person(s) in respect of borrowings made /to be made by the Company and/or its subsidiary Companies.

The Board in its meeting held on 25th June, 2025, recommended to the Members of the Company to approve the increased limit of Rs. 60,00,00,00,000/- (Rupees Six Thousand Crore only) upto which the Company can create charge in any form on its movable and immovable properties in relation to the borrowings made by the Company and/or its subsidiary Companies.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 2, except to the extent of their respective shareholding in the Company.

The Board recommends proposed resolution at Item No.2 for your approval by way of Special Resolution.

Item No. 3

The Board of Directors of the Company in its meeting held on 25th June, 2025 has approved raising of funds by issue of Secured Listed Redeemable Non-Convertible Debentures (NCDs), for an amount not exceeding Rs. 8,75,00,00,000/- (Rupees Eight Hundred Seventy Five Crores only) subject to the approval of Members on a Private Placement basis, in one or more series/ tranches, to such person(s) including eligible investors (whether residents and/ or non-residents and/ or institutions/incorporated bodies and/ or individuals and/or trustees and/or banks, financial institutions or otherwise, in domestic and/ or one or more international markets), Qualified Institutional Buyers (QIBs), Non-Resident Indians, Foreign Institutional Investors (FIIs), Foreign Portfolio Investors (FPIs), Venture Capital Funds, Foreign Venture Capital Investors, Mutual Funds, State Industrial Development Corporations, Insurance Companies, Development Financial Institutions, Bodies Corporate, Multilateral institutions, Pension/Provident Funds, Companies, private or public or other entities, authorities and such other person(s) in one or more combinations thereof. The Board or any duly constituted Committee of the Board in its absolute discretion will determine the purpose and utilization of the funds being raised through the issuance of NCDs including for refinancing of existing facilities [whether availed by the Company or its subsidiary(ies)] or reimbursements of expenses (including any capital expenditure) or acquisition of land, related to Company or its subsidiary(ies), in the best interest of the Company and its stakeholders.

As per provisions of Section 42 and Section 71 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014, the Company is required to obtain the prior approval of the Members by way of a Special Resolution, which is valid for a period of one year from the date of approval by members or such other period as may be permitted under the Act and other applicable law for all the offers and invitations for NCDs issued during the year.

As per Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, it is mandatory that certain disclosures be made in the Explanatory Statement annexed to the Notice for members approval under Section 42 of the Companies Act, 2013. The disclosures required pursuant to Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are set out herein below:

(a) Particulars of the offer including the date of passing the Board resolution	<p>The Company proposes to raise funds by issue of Secured Listed Redeemable Non-Convertible Debentures ("NCDs") for an amount not exceeding Rs. 8,75,00,00,000/- (Rupees Eight Hundred Seventy Five Crores only) on a Private Placement basis.</p> <p>The date of passing of the Board approving the raising of funds by issuance of NCDs is 25th June, 2025.</p>
(b) Kinds of securities offered and price at which security is being offered	<p>Non-Convertible Debentures.</p> <p>The price for each offer of NCDs will be determined by the Board or Debenture Committee constituted by the Board based on the market conditions.</p>
(c) Basis or justification for the price (including the premium, if any) at which the offer or invitations is being made	<p>Price for each offer/issuance of non-convertible debentures will be determined and approved by the Board or Debenture Committee based on the market conditions.</p>
(d) Name and address of valuer who performed valuation	Not applicable
(e) Amount which the company intends to raise by way of such securities	Not exceeding Rs. 8,75,00,00,000/- (Rupees Eight Hundred Seventy Five Crores only) in one or more series/ tranches.
(f) Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects; principle terms of assets charged as securities	<p>Material terms of each offer/issuance of NCDs will be determined by the Board or Debenture Committee of the Board and shall be mentioned in the relevant offer document for each offer/issue of NCDs.</p> <p>Time schedule of each offer/issue of NCDs will be determined and approved by the Board or Debenture Committee at the time of offer/ issue of NCDs.</p> <p>Purpose or objects of the offer/issue of NCDs are as mentioned in the explanatory statement.</p> <p>There will be no contribution by the promoters or directors in these NCDs.</p> <p>Principle of terms of assets being charged as securities for each offer/issuance of NCDs will be determined and approved by the Board or Debenture Committee.</p>

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution set out in Item No. 3, except to the extent of their respective shareholding in the Company.

The Board recommends proposed resolution at Item No.3 for your approval by way of Special Resolution.

Item No. 4

The Board of Directors in its meeting held on 25th June, 2025 has approved, subject to the approval of Members, the raising of funds by issuance of Secured Listed Redeemable Non-Convertible Debentures (NCDs), for an amount not exceeding Rs. 8,75,00,00,000/- (Rupees Eight Hundred Seventy Five Crores only) on a Private Placement basis, in one or more series/ tranches.

As per the provision of Regulation 23(6) of the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (SEBI NCS Regulations), a Company proposing to issue debt securities shall ensure that its Articles of Association require its Board to appoint the person nominated by the debenture trustee(s) as a director on its board of directors in case of occurrence of default under Regulation 15(1)(e) of the SEBI (Debenture Trustees) Regulations, 1993 (SEBI DT Regulations).

As per the provisions of Regulation 15(1)(e) of SEBI DT Regulations, it is the duty of debenture trustee to appoint a Nominee Director on the Board of the Company in the event of:

- a. two consecutive defaults in payment of interest to the debenture holders; or
- b. default in creation of security for debentures; or
- c. default in redemption of debentures.

To ensure the aforesaid compliances as prescribed in the SEBI NCS Regulations read with SEBI DT Regulations, the Board has considered and approved the alteration in Articles of Association ("AOA") of the Company, subject to the approval of members of the Company, by inserting a new Article i.e. 'Article 98A' after the existing Article 98, as set out in the Item No. 4 of the Postal Ballot Notice.

Pursuant to the provisions of Section 14 of the Companies Act, 2013 read with the relevant Rules framed thereunder, a Company can alter the AOA of the Company only with approval of Members of the Company by passing of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 4, except to the extent of their respective shareholding in the Company.

The Board recommends proposed resolution at Item No.4 for your approval by way of Special Resolution.

By the order of the Board
For **Signatureglobal (India) Limited**

M R Bothra
Sr. Vice President Corporate Affairs &
Company Secretary
FCS: 6651

Place : Gurugram

Date: 25th June, 2025



Signatureglobal (India) Limited

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