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POSTAL BALLOT NOTICE

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

To,
The Shareholder(s),
MARVEL VINYLs LIMITED

NOTICE IS HEREBY given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Management and Administration) Rules, 2014 ("Rules") and further read with General Circulars No.14/2020 dated April 8, 2020 and No.17/2020 dated April 13, 2020 and other relevant circulars, including No.22/2020 dated June 15, 2020; No. 33/2020 dated September 28, 2020; No.39/2020 dated December 31, 2020, No.10/2021 dated June 23, 2021 and No.20/2021 dated December 8, 2021, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Secretarial Standard issued by the Institute of Company Secretaries of India on General Meetings ("SS-2") and other applicable laws, Rules, Regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time) ("applicable laws"), that the Resolutions as set out in this Notice are proposed to be passed by the Shareholders of Marvel Vinyls Limited ("the Company") through Postal Ballot.

The proposed Resolutions and Explanatory Statement setting out material facts as required in terms of Section 102 of the Act read with the Rules, the MCA Circulars are appended below seeking consent of the Shareholders of the Company through physical Postal Ballot.

In pursuant to the provisions of Section 110 of the Act read with the Rules and the MCA Circulars, the Company is sending this Postal Ballot Notice in physical form, to enable them to cast their votes by submitting physical Postal Ballot form to the Company. As per the Circulars issued by MCA from time to time, the hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will be sent to the Shareholders for this Postal Ballot. The Company has appointed Ms. Surbhi Garg, Practicing Company Secretary, Unit No. 103, Krishna Apra Business Square, Netaji Subhash Place, Pitampura, New Delhi 110034, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. You are requested to carefully read the

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instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) by submitting physical Postal Ballot form not later than 5:00 p.m. IST, Sunday, February 19, 2023. After completion of scrutiny of the votes, the Scrutinizer will submit her report to the Chairman of the Company or a person authorized by the Chairman. The results of Postal Ballot shall be declared on or before Sunday, February 19, 2023. The Results along with the Scrutinizer's report, will be displayed on Notice Board at the Registered as well as Corporate Office of the Company. The proposed Resolutions, if approved, shall be deemed to have been passed on the last date of voting, i.e. Sunday, February 19, 2023.

SPECIAL BUSINESS: -

Item No. 1

TO SHIFT THE REGISTERED OFFICE OF THE COMPANY FROM THE NCT OF DELHI TO THE STATE OF MADHYA PRADESH.

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

“RESOLVED THAT pursuant to the provisions of Section 12, 13 and other provisions applicable, if any, of the Companies Act, 2013 and subject to the approval of the Regional Director, and such other approvals as may be necessary, item no. 1, approval of shareholders be and is hereby accorded for change of the registered office of the Company from the **NCT of Delhi to the State of Madhya Pradesh.**

“RESOLVED FURTHER THAT the existing clause II of the Memorandum of Association of the Company, pertaining to the Registered Office of the Company is substituted with the following clause:

II. The Registered Office of the Company will be situated in the State of Madhya Pradesh.

“RESOLVED FURTHER THAT Mr. Pavan Kumar Chawla (Chairman & Managing Director), Mr. Pankaj Chawla (Wholetime Director & CFO) and Mr.

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Ankit Chawla (Wholetime Director) of the Company be and is hereby severally authorized to verify, sign, affirm and/or present the petition, affidavits and other statement and documents forming part of the petition for and on behalf of the Company to the Hon'ble Regional Director, or such authorities as may be required to do all such acts, deeds and things as may be required for giving effect to this resolution."

Item No.2

TO ADOPT NEW SET OF MEMORANDUM OF ASSOCIATIONS

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

"RESOLVED THAT pursuant to the provisions of section 5 and 14 of Companies Act, 2013 ('the Act'), Schedule I made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the new set of Memorandum of Association pursuant to the Act primarily based on the Form of Table A & F respectively under the Act, be and is hereby approved and adopted as new set of Memorandum of Association in the place of existing Memorandum of Association of the Company."

"RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board be and is hereby severely authorized Mr. Pavan Kumar Chawla (Chairman & Managing Director), Mr. Pankaj Chawla (Wholetime Director & CFO) and Mr. Ankit Chawla (Wholetime Director) on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution."

"RESOLVED FURTHER THAT Mr. Pavan Kumar Chawla (Chairman & Managing Director), Mr. Pankaj Chawla (Wholetime Director & CFO) and Mr.

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Ankit Chawla (Wholetime Director) of the Company be and is hereby severally authorized to verify, sign, affirm and/or present the petition, affidavits and other statement and documents forming part of the petition for and on behalf of the Company to the Hon'ble Regional Director, or such authorities as may be required to do all such acts, deeds and things as may be required for giving effect to this resolution.

Item No. 3

APPOINTMENT OF MS. SURBHI GARG, PRACTICING COMPANY SECRETARY AS SCRUTINIZER

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

RESOLVED THAT Ms. Surbhi Garg, Practicing Company Secretary, Proprietor of M/s. Surbhi Bansal And Associates (Membership No. 10664) be and is hereby appointed as Scrutinizer for a period of 30 days from the date of appointment for conducting the postal ballot process in a fair and transparent manner.

RESOLVED FURTHER THAT Mr. Pavan Kumar Chawla (Chairman & Managing Director), Mr. Pankaj Chawla (Wholetime Director & CFO) and Mr. Ankit Chawla (Wholetime Director) of the company be and is hereby severely authorized to fix the remuneration payable to the Scrutinizer in consultation with her for the duties performed by her as the Scrutinizer and that any out of pocket expanses and incidental expenses incurred by her in this connection be reimbursed by the company to her.

Item No. 4

APPROVAL OF REDUCTION OF SHARE CAPITAL OF THE COMPANY AND APPROVAL OF SCHEME OF DEMERGER

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

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“RESOLVED THAT pursuant to Article 71 of Articles of Association of Company, Section 66 of the Companies Act 2013 read with applicable Rules and other applicable provisions (if any) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) of the Companies Act, 2013, subject to the approval by members at the general meeting by the way of Special Resolution and subject to the sanctions and approvals of the appropriate authorities as may be required, subject to the confirmation by the Hon’ble NCLT (“Tribunal”), and subject to such terms, conditions or modifications if any, as may be prescribed by such authorities or Tribunals while granting the such approvals, the consent of the Board be and is hereby accorded to reduce the Company’s issued, subscribed and paid-up equity share capital from INR 4,25,46,830 (Indian Rupees Four Crore Twenty Five Lakhs Forty Six Thousand Eight Hundred and Thirty Only) comprising 42,54,683 (Forty Two Lakhs ,Fifty Four Thousand, Six Hundred Eighty Three Only) fully paid up equity shares of INR 10 (Indian Rupees Ten Only) each to INR 4,02,79,000 (Indian Rupees Four Crores Two Lakhs Seventy Nine Thousand Only), comprising of 40,27,900 (Forty Lakhs Twenty Seven Thousand Nine Hundred Only) fully paid up equity shares of INR 10 (Indian Rupees Ten Only) each by cancelling and extinguishing 5.33% of the total issued, subscribed and paid up equity share capital of the Company (the “Capital Reduction”) comprising 2,26,783 issued, subscribed and fully paid up equity shares of INR 10 (Indian Rupees Ten Only) each (the “Identified Shares”) held by the non-promoter shareholders of the Company other than Promoters and Promoters Group and other identified Shareholders.

RESOLVED FURTHER THAT subject to the confirmation of the Capital Reduction by the NCLT and such Capital Reduction becoming effective and operative and/or the receipt of such other approvals or confirmations as may be required, the Identified Shareholders of the Company, as on the Record Date (defined below), shall be paid, for the equity shares held by them and which are cancelled and extinguished, the fair value of the equity shares of the Company will be determined by an independent valuer.

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RESOLVED FURTHER THAT after the Capital Reduction is confirmed by the NCLT, the Board shall fix a record date for the purpose of determining the names of the registered and beneficial holders of the Identified Shares (the "Record Date").

RESOLVED FURTHER THAT subject to the confirmation of the Capital Reduction by the NCLT and such Capital Reduction becoming effective and operative, without any further act or deed by the Identified Shareholders or their nominees (including but not limited to surrendering of share certificates with transfer forms and / or sending appropriate instructions to the depository participants), the Identified Shares shall stand cancelled, extinguished and rendered invalid and as a result thereof the issued, subscribed and paid-up share capital of the Company shall also stand reduced to the extent of the face value of the equity shares so extinguished.

RESOLVED FURTHER THAT the payment of consideration to the Identified Shareholders referred to above shall be made within such number of days of the Record Date as shall be decided by the Board and subject to such approvals, if any, as may be required under the applicable law or as may be directed by the NCLT, on the Capital Reduction becoming effective. All such payments will be made in cash / pay order (as the case may be) after deduction/withholding of appropriate taxes (if any) by the Company based on the declarations (if any) provided by the Identified Shareholders to the Company.

RESOLVED FURTHER THAT pursuant to provisions of Section 230 and 232 of the Companies Act 2013 read with applicable Rules and other applicable provisions if any of the Companies Act, 2013, subject to the approval by members at the general meeting and subject to the sanctions and approvals of the appropriate authorities as may be required, subject to the confirmation by the Hon'ble NCLT ("Tribunal"), the consent of the Board be and is hereby accorded to Demerge the UNIT III of the Company to a New Resulting Company.

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RESOLVED FURTHER THAT pursuant to Section 232(2)(c) of the Companies Act 2013, the report of the Board of Directors on the impact of the Scheme of Arrangement on KMP, Directors, Promoters, Non-Promoter Members, Creditors, Depositors, Debenture holders and Employees of the company shall get tabled and approved in of the upcoming Board Meetings.

RESOLVED FURTHER THAT Mr. Pavan Kumar Chawla (Chairman & Managing Director), Mr. Pankaj Chawla (Wholetime Director & CFO) and Mr. Ankit Chawla (Wholetime Director) be and are hereby severally authorized to do all such acts, matters, deeds and things as may be necessary or desirable including any directions for settling any question or doubt or difficulty whatsoever that may arise, for the purpose of giving effect to the Capital Reduction followed by Scheme of Demerger as placed before the meeting or to any modification thereof, and in particular –

- Filing of applications, as may be applicable, with the NCLT or such other competent authority(ies) seeking directions as to convening/ asking for dispensation of the meetings of the shareholders and/or creditors of the Company as may considered necessary, to give effect to the Capital Reduction and the Scheme of Demerger;
- Convening and conducting of shareholders/ creditors meetings as may be directed by the NCLT;
- make, prepare, file and submit any applications, petitions, affidavits, declarations, appeals, summons and any other documents as may be required or necessary, in connection with and relating to the Capital Reduction and scheme of demerger, before the NCLT and any other court, tribunal or relevant authorities including the Registrar of Companies and Regional Director;
- verify, sign, swear, affirm, declare, deliver, execute, make, enter into, acknowledge, record and prepare all deeds, declarations, instruments, affidavits, applications, petitions, observations, consents, notices and

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writings, as may be usual, necessary or proper for undertaking and giving effect to the Capital Reduction and Demerger

- e) Finalizing draft of the scheme and making any alterations or modifications or amendments to the Scheme to comply with any conditions or limitations the NCLT or any other statutory authority(ies) may deem fit to direct or impose or for any other reason which may otherwise be considered necessary, desirable or appropriate including solving all difficulties that may arise for carrying out the Scheme and do all acts, deeds and things necessary for putting the Scheme into effect or make any modifications/ amendments to the Scheme in pursuance to change in law or otherwise, provided that no alteration which amounts to a material change shall be made to the substance of the Scheme except with the prior approval of the Board of Directors;
- f) Engaging and instructing advocates or consultants and if considered necessary, also engage services of counsel(s), other concerned authority(ies), declare and file all pleadings, reports, and sign and issue public advertisements and notices;
- g) Obtaining approval from and represent before Registrar of Companies, Ministry of Corporate Affairs, Regional Director, Income Tax authorities and such other authorities and parties including the shareholders as may be considered necessary;
- h) Signing and executing request letters/ no objection/ sanction letters for obtaining the necessary no objection/ sanction letters for dispensation of the meeting(s) of the shareholders and/or creditors of the Company for approving the Scheme and thereafter submitting the same on receipt thereof to the NCLT or any other appropriate authority, as may be required;
- i) Settling any questions or doubts or any difficulties that may arise with regard to the Scheme of Arrangement, including passing of accounting



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entries and/or making such other adjustments in the books of account as are considered necessary to give effect to the Scheme and this resolution;

- j) Accepting services of notices or other processes which may from time to time be issued in connection with the matter aforesaid and also to serve any such notices or other processes to parties or persons concerned;
- k) Producing all documents, matters or other evidence in connection with the matters aforesaid and any other proceedings incidental thereto or arising there from;
- l) Signing all applications, petitions, documents, relating to the Scheme of Arrangement or delegate such authority to another person by a valid Power of Attorney;
- m) To file requisite forms, returns, other documents with the Registrar of Companies in connection with Scheme.
- n) Taking all procedural steps for having the Scheme sanctioned by the NCLT including, without limitation, filing necessary applications, petitions and signing, verifying and affirming all applications, affidavits and petitions as may be necessary; and
- o) Doing all further acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to the Resolution and for matters connected therewith or incidental thereto."

Item No. 5

APPOINTMENT OF STATUTORY AUDITOR TO FILL THE CASUAL VACANCY

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

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"RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), the approval of the shareholders be and is hereby accorded to appoint, M/s Shanti Prashad & Co, Chartered Accountants (Firm Registration Number: 019923N), having its address at M-96, Connaught Place, New Delhi-110001 as Statutory Auditors of the Company till the conclusion of ensuing Annual General Meeting, to fill the casual vacancy caused by the resignation of M/s. Suresh Chandra & Associates., Chartered Accountants effective from 12th November, 2022, on the remuneration as may be fixed by the Board of Directors in the consultation with them.

RESOLVED FURTHER THAT Mr. Pavan Kumar Chawla (Chairman & Managing Director), Mr. Pankaj Chawla (Wholetime Director & CFO) and Mr. Ankit Chawla (Wholetime Director) of the company be and is hereby severely authorized to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

**CERTIFIED TO BE TRUE
For & on behalf of
MARVEL VINYL LIMITED**



**PANKAJ CHAWLA
WHOLETIME DIRECTOR & CFO
DIN: 00104666
Address: C-44, Rajouri Garden
New Delhi 110027**

Date: 19/01/2023

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NOTES:-

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, which sets out details relating to Special Business at the Extra Ordinary General Meeting, is annexed hereto.
2. A member entitled to attend and vote at the Extra Ordinary General Meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company.
3. Proxy if any shall not have the right to speak at such meeting and shall not be entitled to vote except on a poll.
4. Proxies in order to be effective must be deposited with the Company not less than 48 (Forty-Eight) hours before the time of meeting.



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Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 1

As all the administrative activities are carried out from the State of Madhya Pradesh. In order to carry on the business of the Company more economically and efficiently and to enlarge the area of operation, it is desirable to shift the Registered Office of the Company from the NCT of Delhi to the State of Madhya Pradesh.

In terms of Section 12 and 13 of the Companies Act, 2013 the shifting of Registered Office from one State to another requires approval of the members by the way of Special Resolution and confirmation from the Hon'ble Regional Director. Consequent upon change in the Registered Office, Clause II of the Memorandum of Association will be accordingly amended.

A copy of the Company's Memorandum and Articles of Association is available for inspection by the members at the Registered Office of the Company during office hours on all working days.

Board of Directors recommends the resolution for the approval of the members as a Special Resolution.

None of the Directors are concerned or interested in the said resolution except to the extent of their shareholdings.

Item No. 2

Upon enactment of the Companies Act, 2013, various provisions of the Companies Act, 1956 have been repealed and in view of the same the Articles of Association of the Company needs to be re-aligned as per the provisions of the new Act.



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The Board of Directors in its meeting held on 19th January, 2023 have decided (subject to the approval of members) to adopt a new set of Memorandum of Association in place of and to the exclusion of existing Memorandum of Association of the Company.

The draft of the new set of Memorandum proposed for approval is being circulated along with this notice of the Extraordinary General Meeting and also available for inspection by the shareholders of the Company during normal business hours at the Registered office of the Company and copies thereof shall also be made available for inspection at the Corporate Office of the Company and also at the place of the meeting on the meeting day.

Your Directors commend passing of this resolution by way of a special resolution.

None of the Directors are concerned or interested in the said resolution except to the extent of their shareholdings.

Item No. 3

The Board of Directors in its meeting held on 19th January, 2023 have decided to appoint Ms. Surbhi Garg, Practicing Company Secretary, Proprietor of M/s. Surbhi Bansal And Associates (Membership No. 10664) be and is hereby appointed as Scrutinizer for a period of 30 days from the date of appointment for conducting the postal ballot process in a fair and transparent manner.

Your Directors commend passing of this resolution by way of an ordinary resolution.

None of the Directors are concerned or interested in the said resolution except to the extent of their shareholdings.

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Item No. 4

The Board of Directors of the Company at their meeting held on January, 19, 2023, has approved the Capital Reduction as per the terms set out in the Resolution.

It would be necessary to obtain the approval of the Members of the Company in an Extra Ordinary General Meeting by passing a Special Resolution for the Capital Reduction under Section 66 of the Act and such reduction of equity share capital would have to be confirmed by the NCLT as provided under Section 66 of the Act and the Reduction Rules.

The Capital Reduction will not cause any prejudice to any of the creditors of the Company. The creditors (secured or unsecured) of the Company are in no way affected by the proposed Capital Reduction, as there is no reduction in the amount payable to any of the creditors. Further, the proposed Capital Reduction will not have any impact on the operations of the Company or the ability of the Company to honor its commitment or to pay its debts in the ordinary course of business. A copy of the Memorandum of Association and Articles of Association of the Company as amended from time to time.

The Board of Directors of the Company is of the view that this resolution is in the best interests of the Company, its shareholders and therefore, recommends the passing of the Special Resolution as set out in the addendum to the notice.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives are, in any way concerned or interested in the resolution set out at Item No.4 of the notice

Item No. 5

Appointment of **M/s Shanti Prashad & Co**, Chartered Accountants (Firm Registration Number: 019923N), having its address at M-96, Connaught Place, New Delhi-110001 as Statutory Auditors under casual vacancy.

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As envisaged by the section 139(8) of the Companies Act, 2013 ("Act") casual vacancy caused by the resignation of auditors can only be filled up by the Company in the general meeting. Board recommends that **M/s Shanti Prashad & Co**, Chartered Accountants (Firm Registration Number: 019923N), having its address at M-96, Connaught Place, New Delhi-110001 be appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of **M/s. Suresh Chandra & Associates.**, Chartered Accountants, till the conclusion of the ensuing Annual General Meeting of the Company.

M/s Shanti Prashad & Co, Chartered Accountants (Firm Registration Number: 019923N), having its address at M-96, Connaught Place, New Delhi-110001 have conveyed their consent and eligibility to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under Companies Act, 2013.

No directors, Key Managerial Personnel and their relatives are concerned and interested in the aforesaid resolution except to the extent of their shareholding and managerial interest in the Company.

Your Directors recommend the passing of the aforesaid resolution as an ordinary resolution.



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POSTAL BALLOT FORM

(Please read the instructions printed overleaf carefully before completing this form)

Serial No.

1. Name and Registered Address of : sole/first named Shareholder
2. Name(s) of the joint holder(s), (if any) :
3. Registered Folio No./DP & Client ID No. :
4. Number of share(s) held :

I/We hereby exercise my/our votes in respect of the following Ordinary Resolutions to be passed through Postal Ballot for special business stated in the Postal Ballot Notice dated 20th January, 2023 of the Company by conveying my/our assent or dissent to the said Resolutions by placing the tick (✓) mark in the appropriate column below:

Item No.	Description	No. of Shares	I/We assent for the resolution (FOR)	I/We assent for the resolution (AGAINST)
1.	To Shift the Registered office of the Company from the NCT of Delhi to the State of Madhya Pradesh			
2.	To adopt new set of Memorandum of Associations			
3.	Appointment of Ms. Surbhi Garg,			

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	Practicing Company Secretary as scrutinizer			
4.	Approval of reduction of share capital of the company and approval of scheme of demerger			
5.	Appointment of Statutory Auditor to fill the Casual Vacancy			

Place:-

Date:-

Signature of the shareholder (s)/Authorised Representative

PLEASE READ THE INSTRUCTIONS CAREFULLY BEFORE EXERCISING YOUR VOTES.

INSTRUCTIONS

01. Member(s) desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed postage pre-paid business reply envelope. Postage will be borne and paid by Marvel Vinyls Limited ("Company"). However, envelope containing Postal Ballot Form, if deposited in person or sent by courier at the expense of the Member(s) will also be accepted.

Marvel Vinyls Limited, G-73 Connaught Circus, New Delhi-110001
Plants: Unit I, II Sahibabad (UP), Unit I, II, III Malanpur (MP)
Offices: New Delhi, Gurugram, Gwalior, Mumbai



Products

- PVC Floor Coverings
- Synthetic Leather
- PVC Sheets & Films
- Technical Coated Textiles
- Customized Specialty Coatings

02. This Postal Ballot Form should be completed and signed by the member, as per the specimen signature registered with the Company. In case of joint holding, this form should be completed and signed by the first named Member and in his/her absence, by the next named Member. In case Postal Ballot Form is signed through a delegate, a copy of the Power of Attorney attested by the Member shall be annexed to the Postal Ballot Form. There will be one Postal Ballot Form for every folio/client ID irrespective of the number of joint holders.

03. In case the equity shares are held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the board resolution/authority letter.

04. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.

05. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final and binding.

06. Duly completed Postal Ballot Form should reach to the Scrutinizer on or before 5.00 p.m. (IST) on Sunday, 19th February, 2023. If any Postal Ballot Form is received after this date and time, it will be strictly treated as if the reply from such Member(s) has not been received.

07. Members are requested to fill the Postal Ballot Form in indelible ink and avoid filing it by using erasable writing medium(s) like pencil.

08. Notwithstanding anything mentioned elsewhere under these instructions, a Postal Ballot Form shall be considered invalid if:

- a. It has not been signed by or on behalf of the Member;
- b. Signature on the Postal Ballot Form doesn't match the specimen signatures with the Company ;

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enquiry@marvelvinyls.com



Products

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- c. It is not possible to determine without any doubt the assent or dissent of the Member;
- d. Neither assent nor dissent is mentioned;
- e. Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the Member;
- f. The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- g. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and
- h. Member has made any amendment to the resolution or imposed any condition while exercising his vote.
09. The voting shall be reckoned in proportion to a Member's share of voting rights on the paid-up Equity Share capital as on 13th January, 2023.
10. The result of the Postal Ballot will be declared on or before Sunday, 19th February, 2023 by 5.00 p.m. at the Registered Office of the Company.
11. The Postal Ballot shall not be exercised by a Proxy.
12. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
13. A Member may request for a duplicate Postal Ballot Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No. 06 above.
14. A Member need not use all his votes nor cast all his votes in the same way.
15. The Scrutinizer's decision on the validity of Postal Ballot will be final.



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