

Date: 12th January, 2023

<p>The Secretary National Stock Exchange of India Limited Exchange Plaza, Plot C/1, G-Block Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Scrip Code: GOLDTECH</p>	<p>The Secretary BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001 Scrip Code: 531439</p>
--	--

Sub: Postal Ballot Notice of Goldstone Technologies Limited

Dear Sir/Madam,

With reference to the above captioned subject, please find enclosed a copy of the Postal Ballot Notice, along with the Statement pursuant to Section 102 of the Companies Act, 2013 ('Notice') of Goldstone Technologies Limited ('the Company'), which has been sent on Thursday, 12th January, 2023 to those Members of the Company whose names appeared in the Register of Members / List of Beneficial Owners maintained by the Company/ Depositories respectively as at close of business hours on Friday 6th January, 2023 (the 'Cut-off date') seeking their approval on the following resolution, being Special Resolution, through Postal Ballot:

Sl. No.	Description of Special Resolution
1.	Appointment of Mr. Deepankar Tiwari (DIN: 07621583) as an independent director of the Company.

In compliance with the General Circular No. 14/2020 dated 8th April 2020, the General Circular No. 17/2020 dated 13th April 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 31st December 2020, General Circular No. 10/2021 dated 23rd June 2021 and General Circular No. 20/2021 dated 08th December, 2021 issued by the Ministry of Corporate Affairs ('MCA Circulars') and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), this Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, January 6, 2023** ('Cut-off date'). Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot.





PEOPLE PROCESS TECHNOLOGY

Registered Office :
9th Floor, Block 1, My Home Hub,
Hitech City, Madhapur,
Hyderabad, Telangana - 500 081.
Phone : +91 40 66284999
URL : www.goldstonetech.com
GSTIN : 36AAACG7478F1ZF
CIN : L72200TG1994PLC017211
E-mail Id : corporate@goldstonetech.com

The Company has engaged the services of Central Depository Services (India) Limited ('CDSL') to provide remote e-voting facility to its Members. The remote e-voting period commences on **Saturday, January 14, 2023 from 9.00 a.m. (IST)** and ends on **Sunday, February 12, 2023 at 5.00 p.m. (IST)**. The e-voting module shall be disabled by CDSL thereafter. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Cut-off date. Please note that communication of assent or dissent of the Members would only take place through the remote e-voting system. The instructions for remote e-voting are provided in the Notice.

Notice is available on the Company's website i.e. www.goldstonetech.com website of Stock Exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

Please note that the result of the Postal ballot will be declared on Monday, 13th February, 2023.

Kindly take the aforementioned submissions on your records.

Yours faithfully,
For Goldstone Technologies Limited

Niralee Rasesh Kotdawala
Company Secretary



Encl.: as above



GOLDSTONE TECHNOLOGIES LIMITED

[CIN: L72200TG1994PLC017211]

Regd. Office: My Home Hub, Block-I, 9th Floor, Hitech City, Madhapur,
Hyderabad-500081, Telangana, India

Website: www.goldstonetech.com, E-mail: cs@goldstonetech.com Phone no. - +91 40 66284999

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE is hereby given that the resolutions set out below are proposed to be passed by the members of Goldstone Technologies Limited ("**the Company**") by means of ("**Postal Ballot**") only by way of remote e-voting process ("e-voting") pursuant to Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013, ('the Act'), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification and/or re-enactment thereof for the time being in force as amended from time to time) ('the Rules') and other applicable provisions of the Act and the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standards on General Meetings (SS 2) issued by the Institute of Companies Secretaries of India and other applicable laws, rules and regulations guidelines prescribed by to the extent applicable read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No.10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and regulations that the Special Resolution(s) , as appended below are proposed to be passed by the members through postal ballot, only by way of remote e-voting process ('e-voting').

Accordingly, the proposed resolutions together with the explanatory statement setting out the material facts as required under section 102 of the Act, are annexed herewith for consideration of the members.

In accordance with the MCA circulars, members can vote only through the remote e-voting process. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting facility to all its Shareholders and are requested to read the instructions in the Notes under the section "Instructions relating to e-voting" in this postal ballot notice ("Postal Ballot Notice") to cast their vote electronically. Members are requested to cast their vote through the e-voting process not later than 12th February, 2023 (5:00 pm) to be eligible for being considered, failing which it will be considered that no vote has been received.

In accordance with the provisions of the MCA Circulars, the Company has made arrangements for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

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

The Statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, 2013 read with the Rules thereunder, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors of the Company in their meeting held on 10th January, 2023 has appointed Mr. Navajyoth Puttaparthi, Partner of M/s. Puttaparthi Jagannatham & Co, Practicing Company Secretaries (Membership No. FCS9896, CP No. 16041) as the Scrutinizer pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot /e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Managing Director of the Company or to any officer authorized by the Managing Director. The results shall be declared on or before 13th February, 2023 and will be displayed on the Company's website www.goldstonetech.com and will also be communicated to the Stock Exchanges and also results will be placed on the website of Central Depository Services (India) Limited (www.evotingindia.com). The resolutions, if passed by the requisite majority, shall be deemed to have been passed on 12th February, 2023 i.e., the last date specified for receipt of votes through the e-voting process.

SPECIAL BUSINESS:

ITEM NO. 1. APPOINTMENT OF MR. DEEPANKAR TIWARI (DIN: 07621583) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Deepankar Tiwari (DIN: 07621583), who was appointed as an Additional Director under the category of Non-Executive Independent Director of the Company by the Board of Directors pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a shareholder proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years with effect from 14th November, 2022 to 13th November, 2027.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By order of the Board of Directors
For Goldstone Technologies Limited**

**Sd/-
Niralee Rasesh Kotdawala
Company Secretary**

**Place: Hyderabad
Date: 10.01.2023**

NOTES:

1. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 setting out all material facts relating to the resolution(s) proposed to be passed through postal ballot is annexed herewith;
2. Mr. Navajyoth Puttaparthi, Partner of Puttaparthi Jagannatham & Co, Practicing Company Secretaries (Membership No. FCS: 9896) has been appointed as the Scrutinizer for conducting the Postal Ballot through e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final;
3. In compliance with the provisions of section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the MCA circulars and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing the facility to all its members to exercise their right to vote by electronic means as alternate the only mode of voting which will enable them to cast their votes electronically, for which necessary arrangements have been made by the Company with M/s Central Depository Services (India) Limited ('CDSL') as the agency to provide e-voting facility. The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote;
4. In accordance with the MCA circulars, the postal ballot notice is being sent only by electronic mode to those members whose names appear on the Register of Members/ list of beneficial owners as on 6th January, 2023 ('cut off date') received from the Depositories and whose e-mail address is registered with the Depositories/ Registrar & Transfer Agents. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this postal ballot;
5. The Postal Ballot Notice will also be available on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company's website at www.goldstonetech.com and on the website of the CDSL at www.evotingindia.com;
6. The members who have not registered their email addresses or there is any change in their registered email address(es), are requested to immediately notify/update their email address with their depository participant, in case the shares are held in dematerialized form and to the Registrar and Transfer Agent, in case the shares are held in physical form by providing the necessary details;
7. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution(s) only through the remote e-voting process. Members whose names appear in the list of beneficial owners provided by Depositories/ Register of members as on the cut-off date will only be considered eligible for the purpose of e-voting;
8. Persons who become member of the Company after the cut-off date, should treat this notice only for information purpose and are not entitled to vote;
9. The voting rights of the members shall be in proportion to their shares in the total paid-up equity share capital of the Company as on the 'Cut-off date';
10. The e-voting period will commence at 9.00 a.m. (IST) on Saturday, the 14th January, 2023 and ends at 5:00 p.m. (IST) on Sunday, the 12th February,

2023. Members desiring to exercise their vote should cast their vote during this period, to be eligible for being considered. Once the vote on a resolution is cast by the members, they shall not be allowed to change it subsequently.

11. All the material documents referred to in the Postal Ballot Notice will be available for inspection electronically until the last date of voting;
12. The resolution, if approved shall be deemed to have been passed on the last date of e-voting, i.e., Sunday, the 12th February, 2023; and
13. The Scrutinizer will submit the report, after the completion of scrutiny, to the Managing Director or to a person duly authorized by Managing Director. The results of the e-voting will be announced within two working days of conclusion of postal ballot process and will be displayed on the websites of the Stock Exchange(s), i.e., BSE Limited and National Stock Exchange of India Limited, respectively, Company's website at www.goldstonetech.com and on the website of the CDSL at www.evotingindia.com.

INSTRUCTION FOR VOTING

1. In conformity with the present regulatory requirements, the Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories, on Friday, 6th January, 2023, and who have registered their e-mail addresses with the Registrar & Transfer Agent or with the Depositories.

Further, Members can vote on the Resolutions only through remote e-voting. Remote e-voting will

commence at 9:00 a.m. on Saturday, the 14th January, 2023 and will end at 5:00 p.m. (IST) on Sunday, the 12th February, 2023, when remote e-voting will be blocked by CDSL;

2. Voting rights will be reckoned on the paid-up value of equity shares registered in the names of the members on Friday, 6th January, 2023 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes; and
3. The Resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e., Sunday, the 12th February, 2023.

Instructions for shareholders for remote e-voting

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 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.

In order to increase the efficiency of the voting process, all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants are able to cast their vote without having to register again with E-Voting Service Provider (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi; 2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e., CDSL/ NSDL/ KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers' site directly; 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration; and 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link available on www.cdslindia.com or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 e-voting is in progress and also able to directly access the system of all e-voting service providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the eServices website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period;

	<p>2) If the user is 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; and</p> <p>3) 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider's website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

2. Login method for e-Voting for physical shareholders and shareholders other than individual holding in demat form:
 - a. The shareholders should log on to the e-voting website www.evotingindia.com;
 - b. Click on “Shareholders” module;
 - c. 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - d. Next enter the Image Verification as displayed and Click on Login;
 - e. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used; and
 - f. If you are a first-time user follow the steps given below:

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

3. After entering these details appropriately, click on “SUBMIT” tab;
4. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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;
5. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice;
6. Click on the EVSN for the relevant <Goldstone Technologies Limited> on which you choose to vote;
- 7.. 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;
8. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details;
9. 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;
10. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote;
11. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page; and
12. 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

Additional facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com 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.
- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csnavjyoth@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542-43.
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Process for those Shareholders whose email addresses are not registered with the Depositories for obtaining Login Credentials For e-Voting for the Resolutions proposed in this Notice

1. For Physical shareholders- please provide necessary details like 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 RTA at info@arthiconsultants.com.
2. For Demat shareholders - please update your email id and mobile no. with your respective Depository Participant; and

3. For individual demat shareholders- please update your email id and mobile no. with your respective Depository Participant which is mandatory while e-voting.

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

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

OTHER INSTRUCTIONS

- a) The Scrutinizer shall submit the Scrutinizer's Report to the Managing Director of the Company or such other officer duly authorized by the Managing Director. Further, the results of the Postal Ballot will be announced within two working days of conclusion of postal ballot process and the same will be hosted on website of the Company i.e., www.goldstonetech.com, service provider, i.e., www.evotingindia.com and the same will also be communicated simultaneously to the Stock Exchanges namely BSE Limited and National Stock Exchange of India Limited;
- b) In case of any queries, please visit Help and Frequently Asked Questions (FAQs) section available at website of the Service Provider i.e., www.evotingindia.com; and
- c) Members are requested to send all communications relating to shares to Company's Registrar & Share Transfer Agent (R & T Agent) at the following address:

M/s. Aarthi Consultants Private Limited,
1-2-285, Domalguda, Hyderabad – 500 029
Tel: 91-40-27638111, 4445
E-mail: info@arthiconsultants.com

Place: Hyderabad
Date: 10.01.2023

By order of the Board of Directors
For Goldstone Technologies Limited

Sd/-
Niralee Rasesh Kotdawala
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 1

APPOINTMENT OF MR. DEEPANKAR TIWARI (DIN: 07621583) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

The Board of Directors of the Company, based on the recommendation of the Nomination & Remuneration Committee appointed Mr. Deepankar Tiwari (DIN: 07621583) as an Additional Director under the category of Non-Executive Independent Director for a term of 5 (five) consecutive years from 14th November, 2022 to 13th November, 2027 not liable to retire by rotation subject to the approval of shareholders.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Deepankar Tiwari will hold office up to the date of the ensuing Annual General Meeting. However, in terms of Regulation 17(1C) of the Listing Regulations, the Company is required to obtain approval of shareholders for the appointment of an Independent Director at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Since the period of 3(three) months w.e.f. 14th November, 2022 is to expire on 14th February, 2023, the Board of Directors in their meeting held on 10th January, 2023, decided to seek approval of the same from the shareholders through Postal Ballot under Section 110 of the Companies Act, 2013 (the "Act").

The Company has also received from Mr. Deepankar Tiwari (i) consent to act as Director, if appointed, in writing in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014, (ii) disclosure in Form DIR-8 pursuant to Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013, (iii) declaration to the effect that he

meets the criteria of independence as prescribed under Section 149 of the Act, Rules thereunder and under the Listing Regulations.

The Company has received notice under Section 160 of the Act from a shareholder proposing the candidature of Mr. Deepankar Tiwari for the office of Independent Director of the Company.

In the opinion of the Board of Directors, Mr. Deepankar Tiwari fulfills the conditions specified in the Act, Rules, and Listing Regulations, for his appointment as an Independent Director of the Company. He is independent of management and possesses the appropriate skills, experience, and knowledge required for the discharge of his duties as an Independent Director. His vast knowledge and varied experience will be of immense value to the Company. Accordingly, the Board considers that the appointment of Mr. Deepankar Tiwari would be of immense benefit to the Company.

Copy of the letter of appointment of Mr. Deepankar Tiwari setting out the terms and conditions of appointment shall be available for inspection by the Members electronically. Members seeking to inspect the same are requested to follow the procedure mentioned in the Notes to this Postal Ballot Notice.

Mr. Deepankar Tiwari shall be paid remuneration by way of sitting fees for attending meetings of the Board or Committees thereof and reimbursement of expenses for participating in such meetings.

Pursuant to Regulation 25 (2A) of Listing Regulations, the appointment of Mr. Deepankar Tiwari is subject to the approval of shareholders by way of Special Resolution and thus the Board of Directors recommends the Special Resolution as set out at item no. 1 for approval of shareholders of the Company.

Except Mr. Deepankar Tiwari, being the appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out.

A brief profile of Mr. Deepankar Tiwari is given below:

Mr. Deepankar Tiwari has over 25 years of experience in Automotive & Mobility Space. Post acquiring his Engineering Degree in Material Science he spent over two decades with Tata Group leading the Passenger Car Business at Tata Motors & subsequently leading Tata Group's Global Business Development & Policy narrative out of Tata Sons Chairman's office. In 2017, he joined Uber Technologies as Head of Uber's Asia Pacific Vehicle Solutions & Business Development leading their strategic engagements with Global Automotive entities Headquartered out of APAC. Currently Mr. Tiwari is an Investor, is Managing Director at Area9 Lyceum, which is engaged in building the future of learning through Artificial Intelligence induced Adaptive Learning, headquartered out of Copenhagen. Mr. Tiwari is also a Senior

Business Partner to Zoomcar Inc, which is India's largest personal mobility platform headquartered out of Bangalore.

Additional information in respect of Mr. Deepankar Tiwari, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is annexed to this Notice.

**By order of the Board of Directors
For Goldstone Technologies Limited**

**Sd/-
Niralee Rasesh Kotdawala
Company Secretary**

**Place: Hyderabad
Date: 10.01.2023**

DETAILS OF DIRECTOR SEEKING APPOINTMENT

Additional Information of the Director seeking appointment/re-appointment as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

Name of the Director	Deepankar Tiwari
Date of Birth/Age	30 th September, 1972 / 50 years
Director Identification Number (DIN)	07621583
Nationality	Indian
Date of the first appointment on the Board	14 th November, 2022
Terms and Conditions of Appointment	Appointed as an Independent Director for a period of 5 (five) consecutive years, not liable to retire by rotation, from 14 th November, 2022 to 13 th November, 2027.
Remuneration last drawn (including sitting fees, if any) / Remuneration proposed to be paid	As per Explanatory Statement of Item No. 1
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None
Qualification(s)	Engineering Degree in Material Science
Experience and expertise in specific functional areas	Mr. Deepankar Tiwari has over 25 years of experience in Automotive & Mobility Space. Post acquiring his Engineering Degree in Material Science he spent over two decades with Tata Group leading the Passenger Car Business at Tata Motors & subsequently leading Tata Group's Global Business Development & Policy narrative out of Tata Sons Chairman's office. In 2017, he joined Uber Technologies as Head of Uber's Asia Pacific Vehicle Solutions & Business Development leading their strategic engagements with Global Automotive entities Headquartered out of APAC. Currently Mr. Tiwari is an Investor, is Managing Director at Area9 Lyceum, which is engaged in building the future of learning through Artificial Intelligence induced Adaptive Learning, headquartered out of Copenhagen. Mr. Tiwari is also a Senior

	Business Partner to Zoomcar Inc, which is India's largest personal mobility platform headquartered out of Bangalore.
Skills and capabilities required for the role and the manner in which the proposed Independent Director meets such requirements	Mr. Deepankar Tiwari is a professional having top management level exposures and has sufficient breadth of skills in areas of Administration, strategy formulation, and Management. The Company believes that his skills, knowledge, and experience on the Board will complement the effective functioning of the Company.
List of Directorship in other companies as on 10th January, 2023	ETO Motors Private Limited
List of Membership/Chairmanship of Committees of other companies as on 10th January, 2023 (Includes only Audit & Stakeholders' Relationship Committee)	Nil
Listed entities from which the Director has resigned in the past three years	Nil
Number of Shares held in the Company as on January 10, 2023	Nil
Number of meetings of the Board attended during the financial year	Nil

CALENDAR OF EVENTS FOR POSTAL BALLOT PROCESS.

Sl.No.	Particulars	Date
a)	Date on which consent is given by the Scrutinizer	2 nd January, 2023
b)	Date of Board Resolution authorizing the Director(s) and the Company Secretary to be responsible for the entire Postal Ballot Process	10 th January, 2023
c)	Date of appointment of the Scrutinizer	10 th January, 2023
d)	Specified Date for determining members to whom Postal Ballot Notice will be sent	6 th January, 2023
e)	Date of completion of dispatch of Notice	12 th January, 2023
f)	Date of publishing Advertisement in Newspaper	13 th January, 2023
g)	Date of Commencement of Voting by Electronic Mode/ Postal Ballot Forms	14 th January, 2023
h)	Last date for receiving postal ballot forms by the Scrutinizer/Last date of e-voting	12 th February, 2023
l)	Date on which Resolution will be deemed to be passed	12 th February, 2023
j)	Date of submission of the Report by the Scrutinizer	13 th February, 2023
k)	Date of declaration of the result by the Chairman	13 th February, 2023
l)	Last date of signing of Minutes by the Chairman	13 th March, 2023