

Date: 26th May 2021

To,
BSE Limited-CRD
PJ Towers, Dalal Street,
Mumbai-400001

BSE script code : 542670

Subject: Postal Ballot Notice

Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

We would like to inform you that a meeting of the Board of Directors of the Company was held today i.e. 26th May 2021, the Company has approved the notice of postal ballot for seeking approval of the Members of the Company by way of Special Resolution for the following resolutions:

| | |
|-------------------|---|
| Item no. 1 | To Consider and Approve the Change in name of the Company and Consequential Alteration to Memorandum of Association and Articles of Association of the Company. |
| Item no.2 | Alteration in the Object Clause of the Memorandum of Association of the Company. |

Further, The Company had made an application for reservation and availability of name change to the CRC, MCA and the desired name "**Artemis Electricals and Projects Limited**" is made available by them vide their letter dated 25th May 2021 to the Company.

The Company shall send Postal Ballot Notice by email to all its Members who have registered their email addresses with the Company, its Registrar and Transfer Agents viz. Cameo Corporate Services Limited or with their respective Depository

Artemis Electricals Limited

(Formerly Known as Artemis Electricals Private Limited)

CIN: L51505MH2009PLC196683

Registered Office: Artemis Complex, Gala no. 105 & 108, National Express Highway, Vasai (East) Thane MH 401208

Email: contact@artemiselectricals.com Phone :
26530164/9869145127 Website:
www.artemiselectricals.com

Participant. The Postal Ballot Notice is placed on www.artemiselectricals.com and www.evotingindia.com.

The Members holding shares in physical form and who have not yet registered their e-mail address are requested to register the same with the Company by sending email to contact@artemiselectricals.com. Thereafter the Company would endeavor to send the postal ballot notice.

Some of the important details regarding the e-voting facility are provided below:

| | |
|---------------------------------|--|
| Cut-off Date | Friday, 21 May, 2021 |
| Commencement of E-Voting | 9:00 a.m. (IST) on Thursday May 27,2021 |
| End of E-Voting period | 5:00 p.m. (IST) on Friday, June 25, 2021 |

The e-voting shall be disabled by CDSL immediately after 5:00 p.m. (IST) on Friday, June 25, 2021.

The last date of the E- Voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.

The Board has appointed CS Rajvirendra Singh Rajpurohit, M/s. R.S. Purohit & Co., Practicing Company Secretaries (having Membership 40228) as the Scrutinizer for conducting the Postal Ballot, in accordance with law, through e-voting process in a fair and transparent manner.

The results of voting by means of Postal Ballot through E-voting shall be declared on or before 48 hours from the conclusion of E-VOTING period i.e Friday, June 25, 2021 and will be posted on the Company's website www.artemiselectricals.com and E-voting website of CDSL. The results will also be communicated to the Stock Exchanges where the company's shares are listed i.e BSE Limited.

**Thanking You,
For Artemis Electricals Limited**

Shiv Kumar Singh
Whole time director and Chief Financial Officer
DIN: 07203370

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POSTAL BALLOT NOTICE

(Pursuant to Section 108 and Section 110 (1) (a) of the Companies Act, 2013, read with Rule 20 and Rule 22 (1) of the Companies (Management and Administration) Rules, 2014, as amended)

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 110 and 108 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or reenactment thereof for the time being in force) ("hereinafter referred to as the "Act"), read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof for the time being in force) (hereinafter referred to as the "Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "SEBI Listing Regulations") read with General Circular No. 14/2020 dated April 8, 2020, No. 17/ 2020 dated April 13, 2020, No. 22/ 2020 dated June 15, 2020, No. 33/ 2020 dated September 28, 2020 and No. 39/2020 dated December 31, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (collectively, referred to as the "MCA Circulars"), Secretarial Standard issued by Institute of Company Secretaries of India on General Meetings ('SS-2') and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 including any statutory modification or re-enactment thereof for the time being in force and pursuant to other applicable laws and regulations that the resolutions appended hereinbelow are proposed to the Members of the Company to be passed as Ordinary/Special Resolutions by way of Postal Ballot only through remote electronic voting (E-Voting).

In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, MCA in terms of its MCA Circulars, has advised all the companies to take all decisions requiring Members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot/ E-voting in accordance with the provisions of the Companies Act and Rules made thereunder, without holding a general meeting that requires physical presence of Members at a common venue. The MCA has clarified that for Companies that are required to provide E- voting facility under the Companies Act, while they are transacting any business(es) only by Postal Ballot upto June 30, 2021 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars

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will be applicable mutatis mutandis. Hence, the Company will send Postal Ballot Notice by email to all its Members who have registered their email addresses with the Company, its Registrar and Transfer Agents viz. Cameo Corporate Services Limited or with their respective Depository Participant.

Depository/Depository participants and the communication of assent/dissent of the Members will only take place through e-Voting system. 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. Members are requested to peruse the following proposed Resolution/s along with their respective Explanatory Statement/s and thereafter record your assent or dissent by means of E-Voting system only provided by the Company.

The Company is desirous of seeking your consent for the proposal as contained in the Resolutions given hereinafter. The explanatory statement pursuant to sections 102 and 110 of the Act, pertaining to the resolutions setting out the material facts and the reasons thereof is annexed hereto for your consideration. This Postal Ballot is accordingly being initiated in compliance with the aforesaid MCA Circulars.

Members are requested to peruse the proposed resolutions along with their respective Explanatory Statement and thereafter record their assent or dissent by means of remote e-Voting facility provided by the Company. The remote e-voting period **commences from 9:00 a.m. (IST) on Thursday May 27, 2021 and ends at 5:00 p.m. (IST) on Friday, June 25, 2021**. Members desirous of voting are requested to their assent or dissent within the aforesaid period failing which it will be strictly considered that no reply has been received from the Member. Members are requested to carefully read the instructions in the Notes under the section "Instructions for voting through e-voting".

The Board of Directors of the Company ("Board"), at its Meeting, has appointed **CS Rajvirendra Singh Rajpurohit, M/s. R.S. Purohit & Co., Practicing Company Secretaries (having Membership 40228)** as the Scrutinizer for conducting the Postal Ballot, in accordance with law, through e-voting process in a fair and transparent manner.

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company has engaged Central Depository Services Limited (CDSL) to provide e-voting facility for its Members.

The Scrutinizer shall prepare Scrutinizer's Report on the basis of the total votes cast in favour or against or abstained, if any. The Scrutinizer will submit his report to the Chairman or any other person

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of the Company authorized by him, after completion of scrutiny of the votes received through E-voting. The results of voting by means of Postal Ballot through E-voting shall be declared on or before 48 hours from the conclusion of E-VOTING period i.e , Friday, June 25, 2021 and will be posted on the Company's website www.artemiselectricals.com and E-voting website of CDSL. The results will also be communicated to the Stock Exchanges where the company's shares are listed i.e BSE Limited. In the event that the state lockdown in Maharashtra on account of COVID-19 situation is eased off and the company's offices are open for regular business, the Company will also display the results of the Postal Ballot at its Registered Office.

The last date of the E- Voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.

Resolution No. 1:

The members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

TO CONSIDER AND APPROVE THE CHANGE IN NAME OF THE COMPANY AND CONSEQUENTIAL ALTERATION TO MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of Sections 4, 13, 14 and all other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules there under, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws (including any statutory modifications or re-enactment thereof, for the time being in force), and Memorandum of Association and Articles of Association of the Company and subject to the approval(s)/ consent(s) or permission(s) of the Stock Exchanges, Ministry of Corporate affairs, Central Government and any other regulatory and statutory authorities, as may be required, consent of the members be and is hereby accorded to change the name of the Company from **“Artemis Electricals Limited” to the new name “Artemis Electricals and Projects Limited”**.

“RESOLVED FURTHER THAT upon receipt of fresh Certificate of Incorporation consequent upon change of name, the old name **“Artemis Electricals Limited”** as appearing in the Name Clause of the Memorandum of Association of the Company and wherever appearing in the Articles of Association of the Company and other documents including agreements and contracts entered into by the Company

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and at all other places wherever appearing be substituted with the new name “**Artemis Electricals and Projects Limited**”.

“**RESOLVED FURTHER THAT** any one of the Director of the Company or Company Secretary of the Company, be and are hereby severally authorised to do and perform all such acts, deeds, matters and things as may be required or deemed necessary or incidental thereto including making, signing and executing and filing necessary applications, forms, papers, documents and furnish information as may be considered necessary or expedient including appointing attorney(ies) or authorised representative(s) under appropriate Letter(s) of Authority(ies), to appear before the office of the Ministry of Corporate Affairs/ Registrar of Companies, Stock Exchanges where securities of the Company are listed and any other Regulatory or Statutory Authority(ies), as may be required from time to time and to settle and finalise all issues that may arise in this regard in order to give effect to the above mentioned resolution and to delegate all or any of the powers conferred herein as they may deem fit” .

Resolution No. 2:

The members are requested to consider and, if thought fit, to pass the following resolution as a Special Resolution:

ALTERATION IN THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

RESOLVED THAT pursuant to the provisions of section 4, 13 of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014 made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and all other applicable law(s) , rule(s), regulation(s), guideline(s) or provision(s), consent of the members be and is hereby accorded for the amendment, modification, substitution, addition and deletion in the Objects Clause of the Memorandum of Association of the Company as follows

- a) The heading of **Clause III(A)** “Main Objects of the Company to be pursued by the Company on its incorporation” be changed to “Objects to be pursued by the Company on its incorporation”;
- b) Replacing **Clause III(A)** (1) by following:-

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To carry on business in India and abroad as Manufactures, Traders, Distributors, Dealers, Exporter, Importer, Suppliers, Brokers, Stockiest & Commission agent, Agency business, processors installation, Selling & Marketing Business, Assembling, Develop, Electrical, Electronic and Instrumentation items, LED Package and LED Lighting Product, Lamps, Street Lights, Display Panels, Modules, Electronic Products, Accessories and other components and devices, Engineering product goods, Plant & Machinery, Equipment, Apparatus and other Gadgets, Appliances, Accessories, Electronic Organisers, Contractors, Light Fitting, erect, to expend money in experimenting upon and testing and in improving or seeking to improve any patents inventions or any other Electrical or Green Power Projects or Products to be used in such Electrical or Green Power Projects.

“RESOLVED FURTHER THAT any one of the Director of the Company or Company Secretary of the Company, be and are hereby severally authorised to do and perform all such acts, deeds, matters and things as may be required or deemed necessary or incidental thereto including making, signing and executing and filing necessary applications, forms, papers, documents and furnish information as may be considered necessary or expedient including appointing attorney(ies) or authorised representative(s) under appropriate Letter(s) of Authority(ies), to appear before the office of the Ministry of Corporate Affairs/ Registrar of Companies, Stock Exchanges where securities of the Company are listed and any other Regulatory or Statutory Authority(ies), as may be required from time to time and to settle and finalise all issues that may arise in this regard in order to give effect to the above mentioned resolution and to delegate all or any of the powers conferred herein as they may deem fit” .

**By the Order of the Board
For Artemis Electricals Limited**

**Sd/-
Alheena Khan**

Company Secretary and Compliance Officer

**Place : Mumbai
Date : 26th May 2021**

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Notes:

1. The explanatory statement for the proposed resolutions pursuant to Section 102(1) of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Secretarial Standard – 2 on General Meetings setting out material facts is annexed hereto and forms part of this Notice.
2. The Board of Directors of the Company has appointed CS Rajvirendra Singh Rajpurohit, M/s. R.S. Purohit & Co., Practicing Company Secretaries (having Membership 40228) Mumbai, as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
3. In view of the ongoing COVID-19 pandemic and the provisions of Circulars issued by the Ministry of Corporate Affairs on April 8, 2020, April 13, 2020, May 5, 2020, June 15, 2020, September 28, 2020 and December 31, 2020 (MCA Circulars), the Company has sent this Postal Ballot Notice only through e-mail to all the Members, whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories as on **Friday, May 21, 2021 (the cut-off date)** and who have registered their e-mail addresses in respect of electronic holdings with the Depositories through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Transfer Agent viz. Cameo Corporate Services Limited. **The hard copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the Members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members would take place through e-voting only.**
4. Members holding shares in physical form and who have not yet registered their e-mail addresses with either the company's RTA or their Depository participant (DP), are requested to register the same with the Company/RTA by sending an e-mail to contact@artemiselectricals.com or in accordance with the process specified herein below for procuring user id and password and registration of e-mail ids for E-voting for the resolutions set out in this Postal Ballot Notice. Members holding shares in electronic form are also requested to get their e-mail address registered with their respective DP. Thereafter, the Company would endeavour to send the Postal Ballot Notice to such Members to enable them to cast their vote through e-voting.
5. The Postal Ballot Notice is placed on www.artemiselectricals.com , www.bseindia.com and www.evotingindia.com .
6. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
7. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the company for E-voting i.e **Friday, June 25, 2021**. Further, resolutions passed by the Members through E-voting are deemed to have been passed effectively at a general meeting. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, May 21, 2021**
8. The Scrutinizer shall prepare Scrutinizer's Report on the total votes cast in favour or against or abstained, if any

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and will submit his report of the votes cast to the Chairman or any Director authorized by the Board or the Company Secretary. The result, along with the Scrutinizer's Report, will be announced on or before 48 hours from the conclusion of e-voting process and placed on the website of the Company and CDSL and shall be communicated to the Stock Exchanges where the company's shares are listed. In the event that the national lockdown on account of COVID-19 situation is eased off and the company's offices are open for business, the company will also display the results of the Postal Ballot at its Registered Office and the Corporate Office.

9. All the documents referred to in this Notice and the Statement pursuant to Section 102 of the Companies Act, 2013, will be posted on the company's website www.artemiselectricals.com to facilitate online inspection of relevant documents until last date of E-voting of this Postal Ballot i.e. Friday, June 25, 2021.
10. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one Marathi daily newspaper circulating in Maharashtra (in vernacular language, i.e. Marathi).
11. Voting through electronic means:

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on commences from 9:00 a.m. (IST) on Thursday May 27,2021 and ends at 5:00 p.m. (IST) on Friday, June 25, 2021. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, May 21, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders / Members
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from [Login - Myeasi](#) using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

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- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

| For Members holding shares in Demat Form and Physical Form | |
|---|--|
| PAN | <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv). |

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **Artemis Electricals Limited** on which you choose to vote.
- (xii) 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.

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- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed 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.
- (xviii) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be 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 favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; contact@artemiselectricals.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending e-Voting from the e-Voting System, you may

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refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Rakesh Dalvi (022-23058542) or Mr. Mehboob Lakhani (022-23058543).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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- 23058738 / 022-23058542/43. The information and instructions for shareholders for E-voting are as under:

12. Some of the important details regarding the e-voting facility are provided below:

| | |
|--|--|
| Cut-off date for determining the Members entitled to vote through e-voting | Friday, 21 May, 2021 |
| Commencement of e-voting period | 9:00 a.m. (IST) on Thursday May 27,2021 |
| End of e-voting period | 5:00 p.m. (IST) on Friday, June 25, 2021 |

Cut The e-voting module will be disabled by CDSL after 5:00 p.m. (IST) on Friday, June 25, 2021.

13. **Institutional/Corporate Shareholders (i.e. other than HUF, NRI etc.) intending to attend the meetings through their authorized representatives are requested to send a scanned copy of certified true copy of the Board Resolution to the Company authorizing their representative to vote on their behalf at the Meeting electronically at to our RTA at cameo@cameoindia.com and to company at contact@artemiselectricals.com**

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

The Members may note that the Board of Directors of the Company in their meeting decided to change the name of the Company from “Artemis Electricals Limited” to “Artemis Electricals and Projects Limited” and check availability of name with Central Registration Centre (CRC) Registrar of Companies (ROC), Ministry of Corporate Affairs. The Company had made an application for reservation and availability of name change to the CRC, MCA and the desired name “Artemis Electricals and Projects Limited” is made available by them vide their letter dated 25th May 2021 to the Company.

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As the Company operates and undertake the Project assignments, the Board of Directors of the Company are of the view that the name “Electricals and Projects” would resonate more with the stakeholders and therefore, would be more advantageous for the Company to use the word ‘Electricals and Projects’ as compared to only “Electricals”.

Consequent to the proposed new name being made available and reserved in favour of the Company, the Board at its meeting approved change in name of the Company from “**Artemis Electricals Limited**” to “**Artemis Electricals and Projects Limited**” and also approved consequent change in Memorandum of Association and Articles of Association of the Company subject to receipt of approval from Shareholders, Stock Exchanges where equity shares of the Company are listed and Central Government.

Consequent upon change of name of the Company, the name “**Artemis Electricals Limited**” as appearing in the Name Clause of the Memorandum of Association of the Company and wherever appearing in the Articles of Association of the Company and other documents and places would have to be substituted with the new name i.e. “**Artemis Electricals and Projects Limited**”.

Pursuant to the provisions of the Companies Act, 2013 and rules made thereunder, for effecting the change in name of the Company and consequential alteration in the Memorandum and the Articles of Association of the Company, it is necessary to obtain approval of the shareholders by way of passing a Special Resolution.

Therefore, the Board considers that the Special Resolution set out at Item No. 1 in this Postal Ballot Notice is in the best interest of the Company and recommends the said Special Resolution for approval of shareholders. However, the said change in the name of the Company will be effective post receipt of approval from the Ministry of Corporate Affairs, Stock Exchanges and/ or other regulatory authority(ies) and upon receipt of fresh Certificate of Incorporation in the new name of the Company i.e. “**Artemis Electricals and Projects Limited**”. It is proposed to authorize the Board of Directors and or Officers of the Company authorised by the Board of Directors to complete all the regulatory formalities as prescribed by the Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI), Stock Exchanges and/ or any other regulatory or statutory authority(ies) in connection with the change in name of the Company.

Artemis Electricals Limited

(Formerly Known as Artemis Electricals Private Limited)

CIN: L51505MH2009PLC196683

Registered Office: Artemis Complex, Gala no. 105 & 108, National Express Highway, Vasai (East) Thane MH 401208

Email: contact@artemiselectricals.com Phone : 26530164/9869145127

Website: www.artemiselectricals.com

None of the Directors and Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financial or otherwise, in this Resolution except to the extent of their shareholding in the Company, if any

ITEM NO. 2

The members may note that in order to capitalize on the potential for any business opportunities envisaged by the management and to undertake certain new activities that can be combined with the existing activities of the Company and also to better utilize the existing infrastructure created by the Company, it is necessary to amend the objects clause of the Memorandum of Association of the Company.

In view of the requirements, the Board of Directors at its meeting approved alteration in the MOA as under, subject to requisite approval of shareholders of the Company:

Pursuant to the provisions of Section 4 and 13 of the Act, the above said proposal requires consent of the members by way of Special Resolution. In light of the above, The Board of Directors of the Company accordingly recommends the Special Resolution as set out at Item No. 2 in this Postal Ballot Notice for approval of the Members by way of Postal ballot (including voting by electronic means). A copy of the existing and proposed MOA would be available for inspection by the members at Company's registered office on all working days during normal business hours up to Friday, June 25, 2021

None of the Directors and Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financial or otherwise, in this resolution except to the extent of their shareholding in the Company, if any.

**By the Order of the Board
For Artemis Electricals Limited**

**Sd/-
Alheena Khan**

Company Secretary and Compliance Officer

**Place : Mumbai
Date : 26th May 2021**

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