

TUMUS ELECTRIC CORPORATION LTD.

CIN : L31300MH1973PLC285730

Corp. Office : 1207-A, P. J. Towers, Dalal Street, Fort, Mumbai - 400 001, India
Tel. : 022-2272 1981 • Email : compliance.tumus@gmail.com • Website : www.tumuselectric.com

To,
The Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai 400 001.

Date: 23rd March, 2018

BSE Scrip Code: 504273

Dear Sir/Madam,

Sub: Notice of Postal Ballot - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of Notice of Postal Ballot.

The Notice of Postal Ballot is being sent to all the members whose name appear in the register of members/ Beneficial Owners received from the Registrar and Share Transfer Agent, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 16th March, 2018 for the purpose of seeking approval of Members for the Special Businesses as set out in the Notice.

The Company has engaged the services of CDSL for the purpose of providing the E-voting Facility to all its Members. The Voting through postal ballot and e-voting will commence from 9.00 am on Thursday, 22nd March, 2018 and end at 5.00 pm on Saturday, 21st April, 2018. Persons whose name is recorded in the register of members or in the register of beneficial owner maintained by depositories as on cut- off date i.e. Friday, the 16th March, 2018 shall only be entitled to vote in the process.

The notice is also available on the website of the Company at www.tumuselectric.com.

Thanking you,
Yours faithfully

For TUMUS ELECTRIC CORPORATION LIMITED

Manish
MANISH UMASHANKAR MOURYA

Company Secretary

Membership No: A24983



Tumus Electric Corporation Limited

Regd. Office: Ground Floor, Bagri Niwas, 53/55 Nath Madhav Path, C.P. Tank, Kalbadevi, Mumbai – 400 002.

CIN: L 31300MH1973PLC001186

Website: www.tumuselectric.com • Email: compliance.tumus@gmail.com

Tel: +91 22 2272 1981

Postal Ballot Notice

NOTICE OF THE POSTAL BALLOT PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 AND RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 RELATING TO PASSING OF THE RESOLUTION THROUGH POSTAL BALLOT READ WITH REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,

The Members,

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 ('Companies Act'), and all other applicable provisions, if any, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable rules framed under the Companies Act (including any statutory modification or re-enactment thereof or the time being in force) to the members of **Tumus Electric Corporation Limited** ('Company') to consider and if found fit, to pass the following resolutions through a postal ballot ('Postal Ballot') or, alternatively, through the electronic voting (e-voting) facility offered by the Company in this regard.

The Resolutions and Explanatory Statement setting out the material facts pertaining to the said Resolutions (pursuant to Section 102 of the Companies Act and the Rules made there under) and a postal ballot form ('Postal Ballot Form') along with details regarding electronic voting are enclosed with this Notice for your consideration.

Also enclosed is a self-addressed, postage prepaid envelope for your use. As per the provisions of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company has appointed Mr. Dhawal Kant Singh, Practicing Company Secretary (Membership No. 8687, CP No.7347) as the scrutinizer ('Scrutinizer') for conducting Postal Ballot process (including remote e-voting) in a fair and transparent manner.

The members holding Equity Shares of the Company may vote either by way of Postal Ballot or by way of remote e-voting. Members are requested to carefully read the instructions forming part of this Notice and return the Postal Ballot Form (no other form is permitted) duly completed in self-addressed, business reply envelope so as to reach the Scrutinizer at C/o Purva Shareregistry (India) Private Limited, 9 Shiv Shakti Industrial Estate, J. R. Boricha Marg, Near Lodha Excellus, Lower Parel (East), Mumbai – 400 011, not later than the close of working hours at 5.00 P.M. on Saturday, 21st April, 2018. Postal Ballot Forms received after this date will be treated as if the reply from the concerned member has not been received.

In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company is pleased to provide its Members the facility of 'remote e-voting' (e-voting from a place other than venue of the EGM) to exercise their right to vote by Electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL). Please read and follow the instructions on e-voting enumerated in the notes to this Notice.

Only members entitled to attend and vote at a general meeting of the company are entitled to fill in the Postal Ballot Form and send it to the Scrutinizer or vote under the e-voting facility offered by the Company, and any other recipient of the Notice who has no voting rights should treat the Notice as an intimation only.

Kindly note that while exercising the vote, members holding equity shares of the Company can opt for only one of the two modes of voting i.e. either through Postal Ballot Form or E-voting. If you are opting for e-voting, then do not vote through Postal Ballot Form and vice versa. In case a Member votes through e-voting facility as well as sends his/her vote through physical form, the vote cast through e-voting shall only be considered and the voting through physical form shall not be considered by the Scrutinizer.

The Scrutinizer will submit his report to the Chairman of the Company or, in his absence, to any other designated Director of the Company after completion of scrutiny of the Postal Ballot Forms and e-voting results received. The result of voting by the Postal Ballot will be announced by Monday, 23rd April, 2018 at the registered office of the Company at Ground Floor, Bagri Niwas, 53/55 Nath Madhav Path, Kalbadevi, Mumbai – 400002. The result will be communicated to the BSE Limited ('BSE') where the equity shares of the Company are listed. The results of the Postal Ballot will also be displayed on the Company's website (<http://www.tumuselectric.com>) and on the website of CDSL (www.cdslindia.com).

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at www.evotingindia.com.

Item of Business requiring consent of shareholders through Postal Ballot:

ITEM NO. 1: APPOINTMENT OF MR. SUCHIT PUNNOSE (DIN: 02184524) AS WHOLE TIME DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such sanctions, as may be necessary, approval of the Company be and is hereby accorded to the appointment of Mr. Suchit Punnose (DIN: 02184524) as the Whole Time Director of the Company, for a period of 5 Years with effect from 10th March, 2018, liable to retire by rotation, on such terms and conditions including remuneration as set out in the Statement annexed to the Notice of the Postal Ballot;

RESOLVED FURTHER THAT any of the Directors of the Company and/or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper, expedient or desirable to give effect to this resolution or to make such modification as may be deemed fit to be in the interest of the Company, with liberty to the Board to alter and vary the terms and conditions of the aforesaid appointment from time to time, in accordance with and subject to the limits as stated in the Schedule V of Companies Act, 2013, if and to the extent necessary and applicable and to do all such acts, deeds, matters and things for giving effect to this resolution.”

ITEM NO. 2: APPOINTMENT OF MR. AJAY PALEKAR (DIN: 02708940) AS MANAGING DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such sanctions, as may be necessary, approval of the Company be and is hereby accorded to the appointment of Mr. Ajay Palekar (DIN: 02708940) as the Managing Director of the Company, for a period of 5 Years with effect from 10th March, 2018, liable to retire by rotation, on such terms and conditions including remuneration as set out in the Statement annexed to the Notice of the Postal Ballot;

RESOLVED FURTHER THAT any of the Directors of the Company and/or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper, expedient or desirable to give effect to this resolution or to make such modification as may be deemed fit to be in the interest of the Company, with liberty to the Board to alter and vary the terms and conditions of the aforesaid appointment from time to time, in accordance with and subject to the limits as stated in the Schedule V of Companies Act, 2013, if and to the extent necessary and applicable and to do all such acts, deeds, matters and things for giving effect to this resolution.”

ITEM NO. 3: APPOINTMENT OF MR. ADITYA VIKRAM KANORIA (DIN: 07002410) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to Sections 149,152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Aditya Vikram Kanoria (DIN : 07002410), who has submitted a declaration of independence under Section 149(6) of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Aditya Vikram Kanoria as a candidate for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from 10th March 2018 upto 9th March 2023 and whose office shall not be liable to retire by rotation.”

ITEM NO. 4: APPOINTMENT OF MS. RAKHEE AGARWAL (DIN: 08081921) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to Sections 149,152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Rakhee Agarwal (DIN: 08081921), who has submitted a declaration of independence under Section 149(6) of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Ms. Rakhee Agarwal as a candidate for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from 10th March 2018 upto 9th March 2023 and whose office shall not be liable to retire by rotation.”

ITEM NO. 5: APPOINTMENT OF MR. SANDEEP KHURANA (DIN: 02118658) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to Sections 149,152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 25 of the Securities and Exchange

Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sandeep Khurana (DIN: 02118658), who has submitted a declaration of independence under Section 149(6) of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Sandeep Khurana as a candidate for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from 10th March 2018 upto 9th March 2023 and whose office shall not be liable to retire by rotation.”

ITEM NO. 6: TO CONSIDER AND APPROVE THE CHANGE OF NAME OF THE COMPANY AND CONSEQUENT CHANGE IN CLAUSE I OF THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION 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** pursuant to the provisions of Section 13 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the availability of the name, the ‘no objection’ for which was received from the Office of the Registrar of Companies, Ministry of Corporate Affairs vide their letter dated 12th March, 2018, and subject to approval of the Central Government, the name of the Company be changed to ‘Modulex Construction Technologies Limited’ and the consent of the members of the Company be and is hereby accorded for substituting Clause I of the Memorandum of Association of the Company with the following clause:

I. The name of the Company is Modulex Construction Technologies Limited

RESOLVED FURTHER THAT pursuant to the provisions of Section 14 and any other applicable provisions, if any, of the Companies Act, 2013 (including any modifications, enactments thereof being in force from time to time), the name of the Company be changed to ‘Modulex Construction Technologies Limited’ at appropriate places in the Articles of Association of the Company;

RESOLVED FURTHER THAT any of the Directors of the Company and/or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper, expedient or desirable to give effect to this resolution or to make such modification as may be deemed fit to be in the interest of the Company and to do all such acts, deeds, matters and things for giving effect to this resolution.”

ITEM NO. 7: TO CONSIDER AND APPROVE THE CHANGE OF MAIN OBJECTS OF THE COMPANY AND CONSEQUENT CHANGE IN CLAUSE III OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and subject to the necessary registrations, approvals, consents, permissions and sanctions required, if any, by the jurisdictional Registrar of Companies, and any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authorities, which terms, conditions, amendments or modifications, the Board of Directors is authorised to accept as it may deem fit, Clause III of the Memorandum of Association, in relation to the main objects to be pursued by the Company on its incorporation, be and is hereby amended and replaced to be read as under:

III. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:-

A. Main Objects:

1. To carry on the business of production, building, supplying, fabricating and manufacturing modular steel buildings;
2. To carry on the business of consultants, contractors and engineers and to develop, build, rebuild, pull down, demolish, erect, enlarge, contract, assemble, hire, improve, alter, repair, replace, divide, consolidate, appropriate, decorate, furnish and otherwise dispose or deal with immovable property in the course of such business and to render consultation for construction of residential and office buildings, houses, flats including multistoreyed flats, bungalows, offices apartments, rooms, hospitals, schools, colleges etc.

RESOLVED FURTHER THAT any of the Directors of the Company and/or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper, expedient or desirable to give effect to this resolution or to make such modification as may be deemed fit to be in the interest of the Company and to do all such acts, deeds, matters and things for giving effect to this resolution.”

ITEM NO. 8: TO CONSIDER AND APPROVE THE INCREASE OF AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

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

“**RESOLVED THAT** pursuant to the provisions of Section 61 read with Section 64 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the rules framed thereunder, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 2,00,00,000/- (Rupees Two Crores only) divided into 19,50,000 (Nineteen Lakhs Fifty Thousand only) equity shares of Rs. 10/- (Rupees Ten only) each amounting to Rs. 1,95,00,000 (Rupees One Crore Ninety Five Lakhs only) and 50,000 (Fifty Thousand only) Cumulative Redeemable Preference Share of Rs. 10/- (Rupees Ten only) each amounting to 5,00,000

(Rupees Five Lakhs only) to Rs. 73,00,00,000 (Rupees Seventy Three Crores only) divided into 7,29,50,000 (Seven Crores Twenty Nine Lakhs Fifty Thousand only) equity shares of Rs. 10/- (Rupees Ten only) each amounting to Rs. 72,95,00,000 (Rupees Seventy Two Crores Ninety Five Lakhs only) and 50,000 (Fifty Thousand only) Cumulative Redeemable Preference Share of Rs. 10/- (Rupees Ten only) amounting to Rs. 5,00,000 (Rupees Five Lakhs only) i.e by creation of additional 7,10,00,000 (Seven Crores Ten Lakhs Shares only) Equity Shares of Rs. 10/- (Rupees Ten only) each amounting to Rs. 71,00,00,000 (Rupees Seventy One Crores only) each ranking pari-passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13, 61 and 64 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed thereunder, the consent of the members of the Company be and is hereby accorded for substituting Clause V of the Memorandum of Association of the Company with the following clause.

V. “The Authorized Share Capital of the Company is Rs. 73,00,00,000 (Rupees Seventy Three Crores only) divided into 7,29,50,000 (Seven Crores Twenty Nine Lakhs Fifty Thousand only) equity shares of Rs. 10/- (Rupees Ten only) each and 50,000 (Fifty Thousand only) Cumulative Redeemable Preference Share of Rs. 10/- (Rupees Ten only) each”

RESOLVED FURTHER THAT any of the Directors of the Company and/or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper, expedient or desirable to give effect to this resolution or to make such modification as may be deemed fit to be in the interest of the Company and to do all such acts, deeds, matters and things for giving effect to this resolution.”

ITEM NO. 9: TO CONSIDER AND APPROVE ISSUE OF 4,63,83,500 EQUITY SHARES ON PREFERENTIAL BASIS BY SWAP OF SHARES

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

“**RESOLVED THAT** in terms of Sections 42 and 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and other relevant rules made there-under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Memorandum and Articles of Association of the Company, Listing Agreement entered into by the Company with the Stock Exchange where the company’s shares are listed, and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulation 2009, “hereinafter referred to as “the SEBI (ICDR) Regulations and SEBI (Listing Obligation and Disclosure Requirements), 2015 as may be applicable to the preferential issue of Equity shares and other applicable regulations/guidelines of SEBI, if any and subject to such conditions and modifications as may be considered appropriate by the Board of Directors of the Company and subject to such consents and approvals of SEBI, Stock Exchanges, Government of India, or such other bodies or authorities as may be required by law and as may be necessary and subject to such conditions and modifications as may be imposed upon and accepted by the Board while granting such consents and approvals and which may be agreed to by or any other authorities as may be necessary for that purpose, the consent of the members of the company be and is hereby accorded to the Board to offer, issue, and allot upto 4,63,83,500 (Four Crores Sixty Three Lakhs Eighty Three Thousand Five Hundred Only)equity shares of Rs. 10/- each to such persons whose names shall be recorded by the company in the manner set out in Section 42(7) of the Companies Act, 2013 read with the respective Rules on non-cash basis by issuing 4,63,83,500 (Four Crores Sixty Three Lakhs Eighty Three Thousand Five Hundred Only)equity shares of Rs. 10 each against Equity Shares / Preference Shares / Debentures of Modulex Modular Buildings Private Limited (U45400KL2008PTC029096), held by the proposed allottees and the value/price of each equity share of issuer company for such swap will be determined in accordance with the provisions of Chapter VII of the SEBI (ICDR) Regulations, 2009 as amended provided that the price/value of the equity shares so issued shall not be less than the minimum price to be arrived or arrived at in accordance with the provisions of Chapter VII of the SEBI (ICDR) Regulations, 2009 as amended.

RESOLVED FURTHER THAT the pricing of the Equity Shares to be allotted will be in accordance with the SEBI (ICDR) Regulations with reference to the ‘Relevant Date’. The ‘Relevant Date’ for the purpose of calculating the price of Equity Shares to be issued in terms SEBI (ICDR) Regulations shall be 22nd March, 2018, being the date 30 days prior to the date of passing of Special Resolution i.e 21st April, 2018.

RESOLVED FURTHER THAT the new equity shares issued shall rank pari-passu with the existing Equity Shares of the Company in all respects and that the equity shares so allotted during the financial year shall be entitled to dividend, if any, declared including other corporate benefits, if any, for which the book closure or the Record Date falls subsequent to the allotment of Equity Shares.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any of the Directors and/or the Company Secretary of the Company be and is hereby authorized to agree and accept all such condition(s), modification(s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to do all such acts, deeds, matters and execute all documents as may be necessary in this regard and to delegate all or any of the power herein conferred, to any one or more Directors and/or the Company Secretary of the Company.

For and On behalf of the Board
For TUMUS ELECTRIC CORPORATION LIMITED
Sd/-
Ajay Palekar
Director
DIN :02708940

Place: Mumbai
Date: 20th March, 2018

NOTES:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto and forms a part of this Notice.
2. The Notice of postal ballot has been sent to all the members of the Company whose names appear on the Register of Members / List of beneficial owners from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the close of business hours on 16th March, 2018 (Cut-off date).
3. Only a member who is entitled to vote is entitled to exercise his/her vote through postal ballot. A member cannot exercise his vote by proxy on postal ballot.
4. Corporate /Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) opting for physical ballot are also required to send certified true copy of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer along with the Postal Ballot Form.
5. Relevant documents referred to in the accompanying Notice of Postal Ballot are open for inspection by the Members at the Company's Registered Office on all working days (except Saturdays, Sundays and Public Holidays) between 10.00 a.m. to 1.00 p.m. up to the date of declaration of Results.
6. The postal ballot notice has been placed on the website of the Company i.e. <http://www.tumuselectric.com> and will remain on such website until the last date of receipt of the postal ballot from members.
7. The voting period begins on Thursday, 22nd March, 2018 at 09.00 AM and ends on Saturday, 21st April, 2018 (inclusive of both the days). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 16th March, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
8. The date of dispatch will be announced through advertisement in relevant newspapers.
9. The postage will be borne and paid by the Company however envelopes containing postal ballots, if sent by courier or by Registered Post at the expense of the members will also be accepted. It is, however, clarified that members desiring to exercise their vote from outside of India will have to arrange for postage from the country where the ballot papers are dispatched to the Scrutinizer.
10. The Resolutions, if approved by the requisite majority, shall be deemed to have been passed on Saturday, 21st April, 2018 i.e. the last date specified for receipt of duly completed Postal Ballot forms or e-voting.
11. The shareholders are requested to exercise their voting rights by using the attached postal ballot Form only. No other form is permitted. Also attached is a self-addressed, business reply envelope.
12. In terms of the provisions of the Companies Act, 2013, Dhawal Kant Singh, Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the Postal Ballot and e- voting process in a fair and transparent manner.
13. As per Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, notice of postal ballot may be served on the members through electronic means. Members who have registered their e-mail IDs with depositories or with the Company are being sent this Notice of postal ballot by e-mail and the members who have not registered their e-mail IDs will receive Notice of postal ballot along with physical form through post/courier. Members who have received Notice of postal ballot by e- mail and who wish to vote through physical Form may indicate their option to receive the physical form from the Company's RTA by sending an email at purvashr@gmail.com or alternatively download the Form from the Company's website www.tumuselectric.com.
14. Voting Through Electronic Means: detailed instruction is given in the postal ballot form.
15. The Company has entered into an arrangement with Central Depository Services (India) Limited [CDSL] for facilitating e-voting for Postal Ballot.
16. The result declared along with the report of the Scrutinizer shall be placed on the website of the Company- <http://www.tumuselectric.com/> and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to BSE Ltd. (BSE).
17. The instructions for Members for e-voting are as under:
 - (i) The voting period begins on Thursday, 22nd March, 2018 at 09.00 AM and ends on Saturday, 21st April, 2018 at 05.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 16th March, 2018 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" tab and select the "Tumus Electric Corporation Limited." from the drop down menu
 - (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.
- (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*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
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. 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 of “Tumus Electric Corporation 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.
- (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 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. iPhone 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.

- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

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

Item no. 1:

As per the provisions of the Companies Act 2013 and rules mentioned thereunder; a Director shall be appointed and the terms and conditions of such appointment and remuneration payable shall be approved by the Board of Director which shall be subject to approval of the members of the Company. Mr. Suchit Punnose was appointed as Director of the Company with effect from 10th March, 2018 by the Board of Directors in their meeting held on 10th March, 2018 consequent to open offer and change in control of the company as per the terms and conditions of the share purchase agreement dated 27th September, 2017 between the Redribbon Modulex Buildings Limited and Mr. Uttam Bagri and on the recommendation of the Nomination and Remuneration Committee. Thus approval of the Shareholders is sought for appointment of Mr. Suchit Punnose as Whole Time Director of the Company. The following are the personal details of Mr. Suchit Punnose:

Sr No.	Particulars	Information
1.	Age	42 years
2.	Qualifications	Post Graduate
3.	Experience& Brief Profile	Experience – 21 years. He is an entrepreneur with an eye for emerging markets and opportunities. As a strategic investor, he has incubated businesses in various sectors ranging from retail to commercial printing, vehicle leasing and accident management. He is passionate about green technology and sustainable living projects designed to counteract climate change, which is a subject of increasing concern. He is on the board of several growth companies with strong ‘eco agendas’ and has interests in green property investments. He is the CEO of Red Ribbon Asset Management Plc, which is the founding shareholder of the Company.
4.	Expertise in specific functional areas	Expertise in entrepreneurship
5.	Relationship with other Directors, Manager and other Key Managerial Personnel, if any	None
6.	Date of appointment on the Board	10th March, 2018
7.	Shareholding in the company	Nil
8.	The number of Meetings of the Board attended during the FY 2017-18	Nil
9.	Other Directorships	1. Give Vinduet Windows And Doors Private limited 2. Armaec Energy Private Limited 3. Modulex Modular Buildings Private Limited 4. Eco Hotels India Private Limited 5. Crowdsourc Global Private Limited 6. Redribbon Advisory Services Private Limited
10.	Membership/ Chairmanship of Committees of other Boards	Nil

The payment of following remuneration to Mr. Suchit Punnose has been approved :

Sr No.	Particulars	Remuneration
1	Salary	Rs. 12 Lakhs per annum

Perquisites and Allowances:

- a) For such amount as may be decided by the Board of Directors (which shall include HRA, Special Allowance & conveyance and reimbursement of Medical Expenses per month as per the rules and policy of the Company from time to time.)
b) Contribution to Provident fund, Superannuation fund and payment of gratuity as per the rules of the Company.

The terms and conditions of the said appointment and/or agreement may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, within the maximum amount payable to such Director as stated above.

Notice under Section 160 of the Companies Act, 2013 (‘the Act’) proposing the appointment of Mr. Suchit Punnose has been received. Requisite consent, pursuant to Section 152 of the Act, has been filed by Mr. Suchit Punnose.

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Ordinary resolution as set out at Item No. 1 of the Notice. The Board recommends the resolution as set out at Item No. 1 of the Notice for approval by the shareholders.

Item no. 2:

As per the provisions of the Companies Act 2013 and rules mentioned thereunder; a Director shall be appointed and the terms and conditions of such appointment and remuneration payable shall be approved by the Board of Director which shall be subject to approval of the members of the Company. Mr. Ajay Palekar was appointed as Director of the Company with effect from 10th March, 2018 by the Board of Directors in their meeting held on 10th March, 2018 consequent to open offer and change in control of the company as per the terms and conditions of the share purchase agreement dated 27th September, 2017 between the Redribbon Modulex Buildings Limited and Mr. Uttam Bagri and on the recommendation of the Nomination and Remuneration Committee. Thus approval of the Shareholders is sought for appointment of Mr. Ajay Palekar as the Managing Director of the Company. The following are the personal details of Mr. Ajay Palekar:

Sr No.	Particulars	Information
1.	Age	55 years
2.	Qualifications	Post Graduate
3.	Experience & Brief Profile	He has come to Modulex with 34 years of working experience, with the bulk of it in manufacturing, logistics and supply chain management, client acquisition and servicing, export and domestic sales and general administration. He has also ensured service and product delivery in a variety of industries, been the face of the Organisation, and transitioned processes and technology from the US, the UK, Canada and Australia.
4.	Expertise in specific functional areas	Expertise in operations in main new business activity of the company i.e. building Modular Buildings
5.	Relationship with other Directors, Manager and other Key Managerial Personnel, if any	None
6.	Date of appointment on the Board	10th March, 2018
7.	Shareholding in the company	Nil
8.	The number of Meetings of the Board attended during the FY 2017-18	One
9.	Other Directorships	Modulex Modular Buildings Private Limited
10.	Membership/ Chairmanship of Committees of other Boards	Nil

The payment of following remuneration to Mr. Ajay Palekar has been approved:

Sr No.	Particulars	Remuneration
1	Salary	Rs. 24 Lakhs per annum

Perquisites and Allowances:

- For such amount as may be decided by the Board of Directors (which shall include HRA, Special Allowance & conveyance and reimbursement of Medical Expenses per month as per the rules and policy of the Company from time to time.)
- Contribution to Provident fund, Superannuation fund and payment of gratuity as per the rules of the Company.

The terms and conditions of the said appointment and/or agreement may be altered and varied from time to time by the Board as it may, in its discretion, deem fit, within the maximum amount payable to such Director as stated above.

Notice under Section 160 of the Companies Act, 2013 ('the Act') proposing the appointment of Mr. Ajay Palekar has been received. Requisite consent, pursuant to Section 152 of the Act, has been filed by Mr. Ajay Palekar.

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Ordinary resolution as set out at Item No. 2 of the Notice. The Board recommends the resolution as set out at Item No. 2 of the Notice for approval by the shareholders.

Item Nos. 3, 4 and 5:

The Board of Directors of the Company had appointed Mr. Aditya Kanoria, Ms. Rakhee Agarwal and Mr. Sandeep Khurana as Independent Directors of the Company with effect from 10th March, 2018. The Company has received notice under Section 160 of the Companies Act, 2013 from Mr. Aditya Kanoria, Ms. Rakhee Agarwal and Mr. Sandeep Khurana signifying their candidature as Independent Directors of the Company.

The Company has received a declaration of independence from Mr. Aditya Kanoria, Ms. Rakhee Agarwal and Mr. Sandeep Khurana. In the opinion of the Board, Mr. Aditya Kanoria, Ms. Rakhee Agarwal and Mr. Sandeep Khurana fulfills the conditions specified in the Companies Act, 2013 and the SEBI Listing Regulations, for appointment as Independent Director of the Company. A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company. Thus approval of the Shareholders is sought for appointment Mr. Aditya Kanoria, Ms. Rakhee Agarwal and Mr. Sandeep Khurana as Independent Directors of the Company:

Sr. No.	Particulars	Aditya Kanoria	Rakhee Agarwal	Sandeep Khurana
1.	Age	35 years	29 years	58 years
2.	Qualifications	PGCBM	MBA in finance	CS, Cost Accountant, Bcom
3.	Experience & Brief Profile	Experience - 10 years. He has served more than a decade in the financial services industry in India and delivering significant profit across various verticals he managed. He hails from a business family and comes with the necessary entrepreneurial flair to establish, grow and sustain a new business.	Experience - 7 years. She has handled Corporate Finance Advisory Services, Debt Syndication, Project Finance, Private Equity Investment, Credit Ratings and end to end servicing of the existing as well as newly acquired accounts of large and Mid-Corporates.	Experience - 31 years. He has gained valuable expertise as an executive director of a finance company, merchant banker and a corporate consultant in the fields of raising long and short term resources from financial institutions including banks and private equity. He has had exposure to sectors such as automotive components, electronics, engineering, floriculture, transportation and logistics, finance and financial services, realty development etc.
4.	Expertise in specific functional areas	Expertise in Finance	Expertise in Finance	Expertise in Accounts, Tax, Finance and Company Law
5.	Relationship with other Directors, Manager and other Key Managerial Personnel, if any	None	None	None
6.	Date of first appointment on the Board	10th March, 2018	10th March, 2018	10th March, 2018
7.	Shareholding in the company	Nil	Nil	Nil
8.	The number of Meetings of the Board attended during the FY 2017-18	One	One	One
9.	Other Directorships	1. Credent Asset Management Services Private Limited 2. Redribbon Advisory Services Private Limited	Nil	1. Six By Six Mediavison Private Limited 2. Modulex Modular Buildings Private Limited 3. Eco Hotels India Private Limited 4. Insight Financial Services Private Limited
10.	Membership/ Chairmanship of Committees of other Boards	Nil	Nil	Nil

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Ordinary resolution as set out at Item No. 3, 4 and 5 of the Notice. The Board recommends the resolutions as set out at Item Nos. 3, 4 and 5 of the Notice for approval by the shareholders.

Item No. 6

The Board of Directors of the Company in its meeting held on 10th March, 2018 decided to change the name of the Company from "Tumus Electric Corporation Limited" to "Modulex Construction Technologies Limited" as consequent to completion of open offer and change in control of the company as per the terms and conditions of the share purchase agreement dated 27th September, 2017 between the Redribbon Modulex Buildings Limited and Mr. Uttam Bagri, the new Board of the Company intends to enter into business allied with construction of Modular Steel Buildings and with a view to align the name of the company in tune with the change in objects clause and as part of corporate rebranding.

The name "Modulex Construction Technologies Limited" has been duly approved and made available for changing the name by the Registrar of Companies, Mumbai vide its name approval letter dated 12th March, 2018.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

As per the provisions of Sections 13 and 14 of the Companies Act, 2013, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution.

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Special resolution as set out at Item No. 6 of the Notice. The Board recommends the resolution as set out at Item No. 6 of the Notice for approval by the shareholders.

Item No. 7:

Consequent to completion of open offer and change in control of the company as per the terms and conditions of the share purchase agreement dated 27th September, 2017 between the Redribbon Modulex Buildings Limited and Mr. Uttam Bagri, the new Board of Directors of the Company in its meeting held on 10th March, 2018 decided to change the objects of the Company to construction of Modular Steel Buildings and consultation regarding the same.

In order to enable the Company to undertake the business as above, it is proposed to amend the Main Objects Clause of the Memorandum of Association of the Company and by virtue of Section 13, 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, approval of members by way of special resolution under postal ballot is a prerequisite to amend the objects clause of the Company and thus your approval is sought for the same.

The Memorandum of Association of the Company, proposed to be amended as stated above, is being uploaded on the Company's website for perusal by the shareholders and is available for inspection at the Registered Office of the Company during business hours on any working day.

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Special resolution as set out at Item No. 7 of the Notice. The Board recommends the resolution as set out at Item No. 7 of the Notice for approval by the shareholders.

Item No. 8

The existing authorised share capital of the Company is Rs. 2,00,00,000 (Rupees Two Crores only) divided into 19,50,000 (Nineteen Lakhs Fifty Thousand only) equity shares of Rs. 10/- (Rupees Ten only) each amounting to Rs. 1,95,00,000 (Rupees One Crore Ninety Five Lakhs only) and 50,000 (Fifty Thousand only) Cumulative Redeemable Preference Share of Rs. 10/- (Rupees Ten only) each amounting to 5,00,000 (Rupees Five Lakhs only). It is necessary to increase the authorised share capital of the Company as the present authorized capital is not sufficient for additional issue.

In view of the above, the Board of Directors in its meeting dated 10th March, 2018 have decided that the authorised share capital of the Company be increased to Rs. 73,00,00,000 (Rupees Seventy Three Crores only) divided into 7,29,50,000 (Seven Crores Twenty Nine Lakhs Fifty Thousand only) equity shares of Rs. 10/- (Rupees Ten only) each amounting to Rs. 72,95,00,000 (Rupees Seventy Two Crores Ninety Five Lakhs only) and 50,000 (Fifty Thousand only) Cumulative Redeemable Preference Share of Rs. 10/- (Rupees Ten only) each amounting to Rs. 5,00,000 (Rupees Five Lakhs only)

The proposal for increase in authorised share capital and consequent alteration in the Clause V of the Memorandum of Association will require approval of Members of the Company.

None of the Directors, Key Managerial Personnel of Company and their relatives are in any way, deemed to be concerned or interested financially or otherwise in the Ordinary resolution as set out at Item No. 8 of the Notice. The Board recommends the resolution as set out at Item No. 8 of the Notice for approval by the shareholders.

Item No. 9

The special resolution as mentioned under item no. 9 proposes to authorize the Board of Directors to issue and allot up to 4,63,83,500 (Four Crores Sixty Three Lakhs Eighty Three Thousand Five Hundred Only) Equity Shares in such manner and on such terms of conditions as prescribed under SEBI (ICDR) Regulations and in compliance with Sections 42 and 62 and other applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014. Consent of the shareholders is sought for issuing the Equity Shares as stated in the resolution on a preferential basis.

In terms of Regulation 73 of SEBI (ICDR) Regulations, 2009 ("ICDR Regulations") as amended, the following disclosures are needed to be made in the Explanatory Statement to the Notice of the General Meeting:

a. Object of the preferential issue of Equity Shares:

The object of the preferential issue is to issue and allot the equity shares of the company to the below mentioned allottees against their shareholding in Modulex Modular Buildings Private Limited (U45400KL2008PTC029096) with the purpose of acquiring Modulex Modular Buildings Private Limited, which is setting up an offsite building construction factory.

b. The Total Number of shares to be issued

The Board intends to offer, issue and allot upto 4,63,83,500 (Four Crores Sixty Three Lakhs Eighty Three Thousand Five Hundred Only) Equity Shares of Rs.10/- each fully paid-up to the proposed allottees through this preferential issue on non-cash basis by issuing 4,63,83,500 (Four Crores Sixty Three Lakhs Eighty Three Thousand Five Hundred Only) Equity Shares of Rs.10 each against 4,63,83,500 (Four Crores Sixty Three Lakhs Eighty Three Thousand Five Hundred Only) Equity Shares equity shares of Rs.10 each of Modulex Modular Buildings Private Limited (U45400KL2008PTC029096) held by the proposed allottees.

c. The proposal or intention of the Promoters/Directors/Key Management Personnels to subscribe to the proposed preferential issue, if any:

Apart from Mr. Suchit Punnose, member of the promoter group and Director, Mr. Ajay Palekar, Director and Mr. Sandeep Khurana, Independent Director of the company, no other promoters or members of the promoter & promoter group or Directors or Key Management Personnels are subscribing to the offer.

d. The class or classes of persons to whom the allotment is proposed to be made.

The allotment is proposed to be made to the Proposed Allottees as mentioned at point no. (g) below.

e. The shareholding pattern of the Company before and after the preferential issue of Equity Shares:

Sr.no	Category of Investors	Pre- issue		Post- issue	
		No. of shares held	%	No. of shares held	%
A	Promoters and Promoters Group				
1	Indians:				
	Individual	-		25,34,702	5.32
	Bodies Corporate	8,85,340	68.88	1,48,23,689	31.10
	Sub Total (A)	8,85,340	68.88	1,73,58,391	36.00
B	Publicshareholding				
1	Institution	200	0.02	200	0.00
2	Non-Institutions	*3,99,735	31.10	*3,03,10,184	64.00
	Sub Total (B)	3,99,935	31.12	3,03,10,384	64.00
	Grand Total (A+B)	12,85,275	100.00	4,76,68,775	100.00

*13 individuals holding 1550 shares have tendered their shares in the open offer by Redribbon Modulex Buildings Limited, Mauritius. However, the transfer of the said shares is yet to be effective.

f. Proposed time within which the allotment shall be completed:

As required under the ICDR Regulations, the preferential issue of Equity Shares shall be completed, within a period of 15 days from the date of passing of the special resolution contained in this Notice. Provided that where the allotment on preferential basis is pending on account of pendency of any approval or permission of such allotment from any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of receipt of last such approvals or within such further period as may be prescribed or allowed by SEBI, Stock Exchange(s) or other concerned authorities.

g. The Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of pre and post preferential issue capital that may be held by them:

Name of the Allottee	PAN	Category	Total amount of shares proposed to be allotted	Identity of Natural persons who are the ultimate beneficial owners	Pre-issue Shareholding		Post-issue Shareholding	
					No of shares held	% of shares	No of shares held	% of shares
Red Ribbon Advisory Services (P) Ltd	AAECR8665F	Promoter	8,19,370	Suchit Punnose	0	0.00	8,19,370	1.72
Red Ribbon Modulex Buildings Ltd – MU	AAHCR9039G	Promoter	1,31,18,979	Suchit Punnose	8,85,340	68.88	1,40,04,319	29.38
Suchit Punnose	AMEPP9844K	Promoter	25,34,702	Suchit Punnose	0	0.00	25,34,702	5.32
Ajay Antony	ADZPA0970H	Public	1,06,206	Ajay Antony	0	0.00	1,06,206	0.22
Ajay Narayanan	AAAPA4151C	Public	5,31,027	Ajay Narayanan	0	0.00	5,31,027	1.11
Ajay Palekar	AIMPP9246R	Public	3,00,000	Ajay Palekar	0	0.00	3,00,000	0.63
Anand Sivaraman Subramaniam	ADOPA0645E	Public	53,103	Anand Sivaraman Subramaniam	0	0.00	53,103	0.11
Andrea Palkhivala	AEDPS8028K	Public	1,06,205	Andrea Palkhivala	0	0.00	1,06,205	0.22
Anil Kumar Bangur	AOLPB0607B	Public	2,00,000	Anil Kumar Bangur	0	0.00	2,00,000	0.42
Aniram Wealth	AAFPB8660G	Public	36,000	Anitha R Bhat	0	0.00	36,000	0.08
Anthony En Yuan Huang	AARPH5468E	Public	1,06,205	Anthony En Yuan Huang	0	0.00	1,06,205	0.22
Anu Goswami	ACIPG4206G	Public	53,103	Anu Goswami	0	0.00	53,103	0.11
Apoorva Singh	DNBPS7264F	Public	53,103	Apoorva Singh	0	0.00	53,103	0.11
Apurva Rajnikant Gandhi	ABAPG9242M	Public	53,103	Apurva Rajnikant Gandhi	0	0.00	53,103	0.11
Arjun Narayanan	AAFPA5442F	Public	5,31,027	Arjun Narayanan	0	0.00	5,31,027	1.11
Arun Handa	AADPH3942H	Public	3,00,000	Arun Handa	0	0.00	3,00,000	0.63
Arun Kumar Mahore	AFVPM6420N	Public	53,103	Arun Kumar Mahore	0	0.00	53,103	0.11
Arvind Dnyandeo Gaonkar	AGCPG9105C	Public	30,000	Arvind Dnyandeo Gaonkar	0	0.00	30,000	0.06

Ashok B Zaveri	AACPZ8597R	Public	13,276	Ashok B Zaveri	0	0.00	13,276	0.03
B Harihara Subramanian	ACJPH0772M	Public	53,103	B Harihara Subramanian	0	0.00	53,103	0.11
B Padmanaban	AGTPP9171E	Public	7,000	B Padmanaban	0	0.00	7,000	0.02
B Savitha	BGZPS5373L	Public	50,000	B Savitha	0	0.00	50,000	0.10
Babulal Manganlal Kothari	AABPK4879N	Public	1,00,000	Babulal Manganlal Kothari	0	0.00	1,00,000	0.21
Balaji Investment	AAVPG0421A	Public	3,000	Mahesh Gattani	0	0.00	3,000	0.01
Bharat Sharma	AEPSP3083Q	Public	1,03,103	Bharat Sharma	0	0.00	1,03,103	0.22
Bindu G	AGXPG2157P	Public	40,000	Bindu G	0	0.00	40,000	0.08
Bosco Armando Menezes	ABDPM9265H	Public	1,00,000	Bosco Armando Menezes	0	0.00	1,00,000	0.21
C Venkataramana	ADDPV3817A	Public	14,930	C Venkataramana	0	0.00	14,930	0.03
Cecil Kumar Bernett	AJQPK3473N	Public	53,103	Cecil Kumar Bernett	0	0.00	53,103	0.11
Chandrakant Bhusare	AHXPB2051BN	Public	31,862	Chandrakant Bhusare	0	0.00	31,862	0.07
Deepak Madhani	AFDPM7080C	Public	53,103	Deepak Madhani	0	0.00	53,103	0.11
Deepak Roche Sakhrani	AICPS2691H	Public	53,103	Deepak Roche Sakhrani	0	0.00	53,103	0.11
Deepak Rohidekar	AAXPR9106K	Public	1,06,205	Deepak Rohidekar	0	0.00	1,06,205	0.22
Deepali Betala	ABDPV1257E	Public	53,103	Deepali Betala	0	0.00	53,103	0.11
Deven Angal	AAUPA1492L	Public	50,000	Deven Angal	0	0.00	50,000	0.10
Devendra Bhandari	ACCPB4854H	Public	53,103	Devendra Bhandari	0	0.00	53,103	0.11
Divya Nirav kumar Shah	EYJPS6991F	Public	53,103	Divya Niravkumar Shah	0	0.00	53,103	0.11
DSL Prasad	AAKPP1944Q	Public	50,000	DSL Prasad	0	0.00	50,000	0.10
Emily Bosco Menezes	AFXPM9689P	Public	1,00,000	Emily Bosco Menezes	0	0.00	1,00,000	0.21
Ethix Realtors Private Limited	AABCE5470A	Public	40,00,000	Dhramesh Gathani & Deena Gathani	0	0.00	40,00,000	8.39
G Raghavendran	AFLPR7581R	Public	50,000	G Raghavendran	0	0.00	50,000	0.10
Ganga Balasubramanian	AJAPB9652Q	Public	53,103	Ganga Balasubramanian	0	0.00	53,103	0.11
Gayathri Reghupathy	AIXPR0709E	Public	53,103	Gayathri Reghupathy	0	0.00	53,103	0.11
Gayathri Venkatraman	AAJPV6444Q	Public	95,585	Gayathri Venkatraman	0	0.00	95,585	0.20
Geetha Priya	ARDPG9838N	Public	1,06,205	Geetha Priya	0	0.00	1,06,205	0.22
Gokuldas Kisanlal Gattani	AGIPG7483K	Public	53,103	Gokuldas Kisanlal Gattani	0	0.00	53,103	0.11
Gomati Gokuldas Gattani	AAVPG0382L	Public	53,103	Gomati Gokuldas Gattani	0	0.00	53,103	0.11
Gopkumar Sivanandan	ABMPG0100E	Public	53,103	Gopkumar Sivanandan	0	0.00	53,103	0.11
Gurpreet Singh Kang	ALNPS9325E	Public	50,000	Gurpreet Singh Kang	0	0.00	50,000	0.10
Harini Kalayanasundaram	AWNPK9206H	Public	1,06,205	Harini Kalayanasundaram	0	0.00	1,06,205	0.22
Harishchand Betala	AABPB7712M	Public	53,103	Harishchand Betala	0	0.00	53,103	0.11
Harshika Galada Trust	AABTH1432N	Public	53,103	Rupesh Betala	0	0.00	53,103	0.11
Harshvardhan Daharwal	ATTPD0229Q	Public	1,06,205	Harshvardhan Daharwal	0	0.00	1,06,205	0.22
Hemlata Saxena	BHSPS3318H	Public	31,862	Hemlata Saxena	0	0.00	31,862	0.07
Jayanthi Cholai	AIGPJ0113K	Public	53,103	Jayanthi Cholai	0	0.00	53,103	0.11
K Balamurugan	ACWBP2172N	Public	53,103	K Balamurugan	0	0.00	53,103	0.11
K Prabu Ramachandran	AFZPP0885L	Public	53,103	K Prabu Ramachandran	0	0.00	53,103	0.11
Kamini Sondhi	FKUPS4772L	Public	1,59,308	Kamini Sondhi	0	0.00	1,59,308	0.33
Kamla Jain	AAQPJ8827J	Public	1,03,103	Kamla Jain	0	0.00	1,03,103	0.22
Kanchan Gattani	AATPG5713B	Public	1,53,103	Kanchan Gattani	0	0.00	1,53,103	0.32
Kaushik Harikant Jariwala	AAUPJ3214F	Public	53,103	Kaushik Harikant Jariwala	0	0.00	53,103	0.11
Kavita Khatwate	AKTPK6405E	Public	1,06,205	Kavita Khatwate	0	0.00	1,06,205	0.22
Ketan Mahendrabhai Mandlewala	AFWPM6182N	Public	53,103	Ketan Mahendrabhai Mandlewala	0	0.00	53,103	0.11
Kiran Jain	ADVVPJ9965F	Public	53,103	Kiran Jain	0	0.00	53,103	0.11
Krishna Gautam	AZAPG0108N	Public	53,103	Krishna Gautam	0	0.00	53,103	0.11
Kuriakose Varghese	AHNPV0562A	Public	96,438	Kuriakose Varghese	0	0.00	96,438	0.20
L Ratna Kumar	AAUPL9898H	Public	2,000	L Ratna Kumar	0	0.00	2,000	0.00
Latha Shubhakar	ADOPS7967D	Public	53,103	Latha Shubhakar	0	0.00	53,103	0.11
M Premkumar	AAAPP2992E	Public	26,551	M Premkumar	0	0.00	26,551	0.06
M. Sudandira Devi	BQGPS1039E	Public	1,06,205	M. Sudandira Devi	0	0.00	1,06,205	0.22
Ennsignn	AADPR2082G	Public	9,900	Soumya Ramalingam	0	0.00	9,900	0.02
Mahendra Kumar S Bhurat	AJIPB3300M	Public	53,103	Mahendra Kumar S Bhurat	0	0.00	53,103	0.11
Mahesh Shanmugavel Namasivayam	AHYPM7565K	Public	5,31,027	Mahesh Shanmugavel Namasivayam	0	0.00	5,31,027	1.11
Major Jagjit Singh Sidhoo	AFKPS4086F	Public	20,000	Major Jagjit Singh Sidhoo	0	0.00	20,000	0.04
Mamta Sanjay Kothari	AHLPK0859K	Public	1,00,000	Mamta Sanjay Kothari	0	0.00	1,00,000	0.21

Meera Saiprakash	AVWPM2698D	Public	53,103	Meera Saiprakash	0	0.00	53,103	0.11
Megha Vaidya	ACWVPV3569P	Public	1,06,205	Megha Vaidya	0	0.00	1,06,205	0.22
Milind R Mahajan	ANPPM0274L	Public	1,06,205	Milind R Mahajan	0	0.00	1,06,205	0.22
N Rajesh	AEGPR6826M	Public	1,00,000	N Rajesh	0	0.00	1,00,000	0.21
N Ramakrishnan	AFPPR1515R	Public	2,65,514	N Ramakrishnan	0	0.00	2,65,514	0.56
Nanda Ramesh HUF	AAHHN1752K	Public	1,06,205	Nanda Ramesh	0	0.00	1,06,205	0.22
Narendra Goswami	AEHPG0037Q	Public	50,000	Narendra Goswami	0	0.00	50,000	0.10
Naresh Nagpal	AEGPN7656D	Public	12,98,630	Naresh Nagpal	0	0.00	12,98,630	2.72
Narmada Balakrishnan	ALYPB8268J	Public	26,551	Narmada Balakrishnan	0	0.00	26,551	0.06
Neena Paresh Kumar Shah & Paresh Arvind Kumar Shah	ALXPS6875M	Public	1,03,103	Neena Paresh Kumar Shah & Paresh Arvind Kumar Shah	0	0.00	1,03,103	0.22
Nitya Lingam	ABNPL2539D	Public	53,103	Nitya Lingam	0	0.00	53,103	0.11
P Rajarajan	AMQPP6476P	Public	55,603	P Rajarajan	0	0.00	55,603	0.12
Padmanabhan G.	AJQPP4694Q	Public	53,103	Padmanabhan G.	0	0.00	53,103	0.11
Padmini Caroline Kumar	AHEPK3677Q	Public	53,103	Padmini Caroline Kumar	0	0.00	53,103	0.11
Parul Thakur Patwardhan	AHPPP0149P	Public	1,06,205	Parul Thakur Patwardhan	0	0.00	1,06,205	0.22
Phani Kumar PopuruVenkata	ABXPV5144Q	Public	1,06,205	Phani Kumar PopuruVenkata	0	0.00	1,06,205	0.22
Plexus Capital	AACCK5972C	Public	4,32,568	Kunal Kumthekar	0	0.00	4,32,568	0.91
Plutus Management Services	AGPPA7156E	Public	2,05,000	Suresh Agarwal	0	0.00	2,05,000	0.43
Pragnesh Natvarlal Vaghela	ABYPV6132F	Public	53,103	Pragnesh Natvarlal Vaghela	0	0.00	53,103	0.11
Pragnesh Natvarlal Vaghela - HUF	AAMHP4022K	Public	53,103	Pragnesh Natvarlal Vaghela	0	0.00	53,103	0.11
Prakash Padmanabhan	AAGPP9687E	Public	1,06,205	Prakash Padmanabhan	0	0.00	1,06,205	0.22
Praveen Kumar Jain	AEPJP9879R	Public	53,103	Praveen Kumar Jain	0	0.00	53,103	0.11
Preeti Jain	AHOPJ7327E	Public	53,103	Preeti Jain	0	0.00	53,103	0.11
Preeti Pant	APVPP0792A	Public	1,27,447	Preeti Pant	0	0.00	1,27,447	0.27
Prem Lata Jain	AFJJP7195P	Public	53,103	PremLata Jain	0	0.00	53,103	0.11
Prem Pasricha	AYPPP0749N	Public	1,62,000	PremPasricha	0	0.00	1,62,000	0.34
Pushpa Jitendra Sawarkar	GFGPS6009A	Public	79,654	Pushpa Jitendra Sawarkar	0	0.00	79,654	0.17
R Bagyarani	AGAPB2631G	Public	14,100	R Bagyarani	0	0.00	14,100	0.03
R Balaji	AHGPP3899P	Public	55,103	R Balaji	0	0.00	55,103	0.11
R K Sasankh	AOYPS8173G	Public	1,80,549	R K Sasankh	0	0.00	1,80,549	0.38
R Parvathavardhini	APHPP3432M	Public	1,50,000	R Parvathavardhini	0	0.00	1,50,000	0.31
Radhika Sasankh	AEFPR9737Q	Public	84,964	Radhika Sasankh	0	0.00	84,964	0.18
Raina Gupta	ACQPG4708H	Public	53,103	Raina Gupta	0	0.00	53,103	0.11
Rajendra Singh	AUNPS8741B	Public	53,103	Rajendra Singh	0	0.00	53,103	0.11
Rajeshkumar R Sayani	AAMPS7242N	Public	53,103	Rajeshkumar R Sayani	0	0.00	53,103	0.11
RajeswarammaYadagiri	AEUPY9009B	Public	53,103	Rajeswaramma Yadagiri	0	0.00	53,103	0.11
Rakhi Gitesh Kothari	AJWPK6209N	Public	50,000	Rakhi Gitesh Kothari	0	0.00	50,000	0.10
Ramamohan Sriram	AAPPR3273H	Public	50,000	Ramamohan Sriram	0	0.00	50,000	0.10
Rekha Nigam	AHTPN7969D	Public	53,103	Rekha Nigam	0	0.00	53,103	0.11
Rupa Kanadia	BHVPK3995D	Public	21,241	Rupa Kanadia	0	0.00	21,241	0.04
S Balaji	ADWPB0289K	Public	53,103	S Balaji	0	0.00	53,103	0.11
S C Subramanian	AAVPS8716Q	Public	1,06,205	S C Subramanian	0	0.00	1,06,205	0.22
S Dhanalakshmi	AKOPD4411A	Public	21,241	S Dhanalakshmi	0	0.00	21,241	0.04
S Lalitha	ACOPL3284F	Public	53,103	S Lalitha	0	0.00	53,103	0.11
S Rajasekaran	ADXPR1218B	Public	26,551	S Rajasekaran	0	0.00	26,551	0.06
S Ramalingam	AACPR8821L	Public	31,862	S Ramalingam	0	0.00	31,862	0.07
S Ramprabu	AEHPR3535E	Public	50,000	S Ramprabu	0	0.00	50,000	0.10
S Sabrina	BAKPS4396A	Public	1,06,205	S Sabrina	0	0.00	1,06,205	0.22
S Shubhakar		Public	7,500	S Shubhakar	0	0.00	7,500	0.02
S. Kalaiarasi	ARIPK4236B	Public	53,103	S. Kalaiarasi	0	0.00	53,103	0.11
S. Karthikeyan	APGPK6767B	Public	53,103	S. Karthikeyan	0	0.00	53,103	0.11
S. Umamaheswari	AAIPU1129Q	Public	53,103	S. Umamaheswari	0	0.00	53,103	0.11
Sandeep Khurana	AAAPK1573A	Public	1,88,000	Sandeep Khurana	0	0.00	1,88,000	0.39
Sandhya Singh	AWJPS3287J	Public	1,06,205	Sandhya Singh	0	0.00	1,06,205	0.22
Sanjay Vasant Hatti	ABGPH5129L	Public	1,06,205	Sanjay Vasant Hatti	0	0.00	1,06,205	0.22

Santosh S	AVFPS6465F	Public	53,103	Santosh S	0	0.00	53,103	0.11
SC Subramanian	AAVPS8716Q	Public	1,00,000	SC Subramanian	0	0.00	1,00,000	0.21
Sellvi Sugumaran	AOWPS0739L	Public	4,500	Sellvi Sugumaran	0	0.00	4,500	0.01
Selva Kumar Nadar	ADUPN7855K	Public	1,06,205	Selva Kumar Nadar	0	0.00	1,06,205	0.22
Sethuraman Venkataraman	AABPV9227B	Public	84,964	Sethuraman Venkataraman	0	0.00	84,964	0.18
Setu Rajnikant Gandhi	ABAPG9240K	Public	53,103	Setu Rajnikant Gandhi	0	0.00	53,103	0.11
Shakuntala Devi	BMMPD4957Q	Public	53,103	Shakuntala Devi	0	0.00	53,103	0.11
Sharath Ferdinand Mascarenhas	ALDPM0221D	Public	53,103	Sharath Ferdinand Mascarenhas	0	0.00	53,103	0.11
Shekar Gautam	AAEPG3972H	Public	53,103	Shekar Gautam	0	0.00	53,103	0.11
Shiby Mathews	AJCPJ4805B	Public	10,04,452	Shiby Mathews	0	0.00	10,04,452	2.11
Shobhita Mishra	AVFPM8896G	Public	47,250	Shobhita Mishra	0	0.00	47,250	0.10
Shyamala Jaipaul	AFZPJ6565P	Public	53,103	Shyamala Jaipaul	0	0.00	53,103	0.11
Silas Nerella	AGXPG1522G	Public	1,06,205	Silas Nerella	0	0.00	1,06,205	0.22
Siva Shankar Gurumoorthy	AGXPG1522G	Public	53,103	Siva Shankar Gurumoorthy	0	0.00	53,103	0.11
Sivakumar Sundararajan	ANCPS0566L	Public	53,103	Sivakumar Sundararajan	0	0.00	53,103	0.11
Sridevi Hegde	AARPH4548R	Public	53,103	Sridevi Hegde	0	0.00	53,103	0.11
Srinivasan	ATWPS7533H	Public	2,000	Srinivasan	0	0.00	2,000	0.00
Srivatsa Enterprises	AAKFS0364B	Public	50,000	P. Gothadevi	0	0.00	50,000	0.10
SS Vasavipriya	AUKPS8857R	Public	2,12,411	SS Vasavipriya	0	0.00	2,12,411	0.45
Subasri Shreeram	CQAPS7024N	Public	53,103	Subasri Shreeram	0	0.00	53,103	0.11
Sunitha Sriram	CYWPS6420C	Public	53,103	Sunitha Sriram	0	0.00	53,103	0.11
Surajit Das	AAWPD5516E	Public	53,103	Surajit Das	0	0.00	53,103	0.11
Surajkumar Ramaniklal Sayani	AAMPS7244L	Public	53,103	Surajkumar Ramaniklal Sayani	0	0.00	53,103	0.11
Suresh Kapoor	BLRPS2267J	Public	53,103	Suresh Kapoor	0	0.00	53,103	0.11
Swati Kanadia	BHVPK3996A	Public	21,241	Swati Kanadia	0	0.00	21,241	0.04
Synthite Industries Limited	AADCS5616E	Public	94,67,260	As per Note 1	0	0.00	94,67,260	19.86
Tejun S Saif	AYIPS4517N	Public	1,06,205	Tejun S Saif	0	0.00	1,06,205	0.22
Thennarasu Velayutham	AGBPT9654Q	Public	1,06,205	Thennarasu Velayutham	0	0.00	1,06,205	0.22
Thomas Joseph	AGIPJ3060B	Public	20,000	Thomas Joseph	0	0.00	20,000	0.04
Udayakumar Alagaraswamy	ABUPU0019N	Public	79,654	Udayakumar Alagaraswamy	0	0.00	79,654	0.17
V Saiprakash	AORPP5170K	Public	53,103	V Saiprakash	0	0.00	53,103	0.11
V Saratchandra Bharadwaj	BNVPS3655L	Public	2,16,653	V Saratchandra Bharadwaj	0	0.00	2,16,653	0.45
V.P. Soundara Rajan	ACGPV0431J	Public	53,103	V.P. Soundara Rajan	0	0.00	53,103	0.11
Vamika Wealth Advisors Private Limited	AADCV0110C	Public	21,000	N Rajesh	0	0.00	21,000	0.04
Veena Arora	ABRPA3680J	Public	1,03,103	Veena Arora	0	0.00	1,03,103	0.22
Venkatesan Raghavan	ADFPV3091G	Public	53,103	Venkatesan Raghavan	0	0.00	53,103	0.11
Venugopal Reddy	ADKPV5502B	Public	1,50,000	Venugopal Reddy	0	0.00	1,50,000	0.31
Vigneshwar Mani	AEHPV0928B	Public	3,000	Vigneshwar Mani	0	0.00	3,000	0.01
Vijaya Bhaskar	AEBPV2264G	Public	2,000	Vijaya Bhaskar	0	0.00	2,000	0.00
Vijayarahavan Sowmi Ravi	AANPS2600M	Public	53,103	Vijayarahavan Sowmi Ravi	0	0.00	53,103	0.11
Vinil Kumar Sarode	AYMPS0690Q	Public	53,103	Vinil Kumar Sarode	0	0.00	53,103	0.11
Vinod ML Kumar	AJKPM3378E	Public	1,06,205	Vinod ML Kumar	0	0.00	1,06,205	0.22
Warren Dominic Ezekiel	ABVPE2337E	Public	1,59,308	Warren Dominic Ezekiel	0	0.00	1,59,308	0.33
Wealth Creation & Management Services	AEBPJ0533N	Public	1,44,450	J C Thirumurugan	0	0.00	1,44,450	0.30
Xavier Institute Surguja	AAATX0033A	Public	1,06,205	Robert Tigga	0	0.00	1,06,205	0.22
Total			4,63,83,500		8,85,340	68.88	4,76,68,775	99.16

Note 1: C.V. Jacob, Aliyamma Jacob, George Paul, Liza George, Paolo George, Mani Varghese, Ashok Mani, Pooja Mani, Varghese Jacob, Mini Varghese, Neelam Varghese, Neethi Varghese, Aju Jacob, Rehana Jacob, Jacob Issac, Elizabeth Issac, Minnie Sajeey, Minna George, E.P. John, Mercy John, Paulose John, Joseph John, Mia John, Jacob Ninan, Elvy Ninan

h. Change in control, if any, in the Company consequent to the preferential issue

As a result of the proposed issue of Equity Shares on a preferential basis, there will be no change in the control of the Company.

i. Lock-in-period

- (i) The equity shares allotted on a preferential basis shall be subject to 'lock-in' in accordance with the ICDR Regulations.
- (ii) The entire pre-preferential shareholding of Share Holder, if any, shall also be locked-in as per Regulation 78 of the ICDR Regulations.

j. Basis of Price

The SEBI Minimum Price shall be in the accordance with the Regulation 76 provisions of SEBI ICDR Regulations which is higher of the following:

- (i) The average of the weekly high and low of the volume weighted average price of the related equity shares quoted on the recognised stock exchange during the twenty six weeks preceding the relevant date; or
- (ii) The average of the weekly high and low of the volume weighted average prices of the related equity shares quoted on a recognised stock exchange during the two weeks preceding the relevant date.

Note: The proposed preferential allotment of the equity shares of Issuer Company shall be made based on the swap ratio, which is based on the valuation of shares of M/s Modulex Modular Buildings Private Limited (U45400KL2008PTC029096) done by M/s N K Aswani & Company & price/value of the equity shares of the issuer company determined in terms of Regulation 76 (1) of the ICDR Regulations.

k. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer

The proposed preferential allotment of the equity shares of Issuer Company shall be made based on the swap ratio, which is based on the valuation of shares of M/s Modulex Modular Buildings Private Limited (U45400KL2008PTC029096) done by M/s N K Aswani & Company & price/value of the equity shares of the issuer company determined in terms of Regulation 76 (1) of the ICDR Regulations. not offered, issued and allotted any equity shares on preferential basis.

m. Undertakings

In terms of the ICDR Regulations, the Company hereby undertakes that:

- (i) It shall re-compute the price of the Equity Shares in terms of the provisions of ICDR Regulations, where it is required to do so.
- (ii) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the ICDR Regulations, the Equity Shares shall continue to be locked- in till the time such amount is paid by the proposed allottees.

n. Certificate from the statutory auditors

The Certificate from M/s. Bhattar & Co., Chartered Accountants (Firm Registration No. 131092W), statutory auditors of the Company, to the effect that the present preferential offer is being made in accordance with the requirement contained in Chapter VII of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company between 10:00 a.m. and 5:00 p.m. till the date of passing of the special resolution.

o. Relevant Date

The relevant date for the purpose of pricing shall be 22nd March, 2018 being the date which is the 30 (thirty) days prior to the date of passing of Special Resolution i.e 21st April, 2018 to approve the proposed preferential issue, in terms of Section 62 of the Companies Act, 2013.

p. Other Disclosures

- (i) It is hereby confirmed that neither the Company nor any of its Promoters or Directors are a willful defaulter.
- (ii) The Board, in its meeting held on 10th March, 2018 has approved the issuance of Equity Shares on preferential basis to the Share Holder in the manner stated hereinabove, subject to the approval of members and other approvals, as may be required.
- (iii) None of the Directors or Key Managerial Personnel of the Company and/or their relative(s) is in any way concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their proposed allotment of Shares to Mr. Suchit Punnose, Mr. Ajay Palekar and Mr. Sandeep Khurana.

The Board believes that the proposed issue will be in the interest of the Company and its Shareholders. The Board recommends the special resolution mentioned at Item No. 9 of the notice for approval by the members.

For and On behalf of the Board
For TUMUS ELECTRIC CORPORATION LIMITED
Sd/-
Ajay Palekar
Director
DIN :02708940

Place: Mumbai
Date: 20th March, 2018

this page left intentionally blank

TUMUS ELECTRIC CORPORATION LIMITED

CIN: L31300MH1973PLC001186

Regd Office: Ground Floor, Bagri Niwas, 53/55 Nath Madhav Path, Kalbadevi, Mumbai - 400002.

Tel: 022-2272 1981 Email Id: compliance.tumus@gmail.com

Website: www.tumuselectric.com**POSTAL BALLOT FORM****(Kindly refer to the instructions specified overleaf before filling the form)**

Sr. No.

1. Name & Registered Address of the Sole/ First named Shareholder :
2. Names of the Joint Holder(s) (if any):
3. Registered folio No. /DP ID No. /Client ID No.*:
(*Applicable to investors holding shares in dematerialized form)
4. Number of Equity share(s) held:

I/We hereby exercise my/our vote in respect of the Resolutions to be passed through Postal Ballot for the Special Business stated in the notice dated 20th March, 2018 of the Company by sending my/our assent or dissent to the said resolution by placing the tick (√) mark at the appropriate box below.

Sr. No	Description	No. of shares	(For)	(Against)
			I/We assent to the resolution	I/We dissent to the resolution
1.	To appoint Mr. Suchit Punnose (DIN: 02184524) as Whole Time Director of the company			
2.	To appoint Mr. Ajay Palekar (DIN: 02708940) as Managing Director of the company			
3.	To appoint Mr. Aditya Vikram Kanoria (DIN: 07002410) as Independent Director of the company			
4.	To appoint Ms. Rakhee Agarwal (DIN: 08081921) as Independent Director of the company			
5.	To appoint Mr. Sandeep Khurana (DIN: 02118658) as Independent Director of the company			
6.	To consider and approve the change of name of the company and consequent change in clause I of the Memorandum of Association and Articles of Association of the company			
7.	To consider and approve the change of Main Objects of the company and consequent change in clause III of the Memorandum of Association of the company			
8.	To consider and approve the Increase of Authorised Share Capital of the company and alteration of the Capital Clause in the Memorandum of Association of the company			
9.	To consider and approve issue of 4,63,83,500 equity shares on preferential basis by swap of shares			

Place:

Date:

(Signature of the shareholder)

E - VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	User Id	Password

Notes:

- Please read the instructions printed below carefully before filling this Form and for e-voting, please refer to the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.***
- The last date for receipt of Postal Ballot forms by scrutinizer Saturday, 21st April, 2018 upto 5.00 P.M.**

INSTRUCTIONS

- A shareholder desiring to exercise vote by postal ballot may complete this postal ballot form and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne by the company. However, envelopes containing postal ballot, if sent by any other mode at the expense of the registered shareholder will also be accepted.
- Voting Rights: Shareholders holding equity shares shall have one vote per share as shown against their holding. The shareholders can vote for their entire voting rights as per their discretion.
- There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders.
- The self-addressed postage pre-paid envelope contains the name and address of the scrutinizer appointed by the Board of Directors.
- This form should be completed and signed (as per the specimen signature registered with the company) by the shareholder. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the company) by the first named shareholder and in his absence, by the next named shareholder.
- Consent must be accorded by placing a tick mark [√] in the column, 'I assent to the resolution', or dissent must be accorded by placing a tick mark [√] in the column, 'I dissent to the resolution'
- The votes of a Member will be considered invalid on any of the following grounds if:
 - A form other than one issued by the company has been used;
 - It has not been signed by or on behalf of the Member;
 - Signature on the postal ballot form doesn't match the specimen signatures with the company;
 - It is not possible to determine without any doubt the assent or dissent of the Member;
 - Neither assent nor dissent is mentioned;
 - Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
 - The envelope containing the postal ballot form is received after the last date;
 - The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - It is received from a Member who is in arrears of payment of calls;
 - It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
- Duly signed Postal Ballot Form should reach the Company not later than the close of working hours on Saturday, 21st April, 2018. All postal ballot forms received after this date will be strictly treated as if reply from such shareholder has not been received.
- A shareholder may request for a duplicate postal ballot form, if so required. However, the duly filled in duplicate postal ballot form should reach the Scrutinizer not later than the

date specified at item 8 above.

10. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the shareholder on the cut-off date i.e. 16th March, 2018.
11. In case of shares held by companies, trusts, societies etc. the duly filled in postal ballot form should be accompanied by a certified true copy of the appropriate Resolution.
12. In case of the postal ballot is signed by the holder of power of attorney reference to the power of attorney registration with the Company should be mentioned in the postal ballot form. In case a postal ballot form has been signed by an authorized representative of a body corporate, a certified copy of the relevant authorization to vote on the postal ballot should accompany the postal ballot form. Where the postal ballot form has been signed by a representative of the President of India or of the Governor of a State, a certified copy of the nomination should accompany the postal ballot form.
13. Shareholders are requested not to send any other paper along with the postal ballot form in the enclosed self-addressed postage prepaid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
14. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, the Company also offers e-voting option to all the members. For this purpose, the Company has signed an agreement with Central Depository Services (India) Limited [CDSL] for facilitating e-voting and is pleased to offer e-voting facility for the members to enable them to cast their votes electronically. Members have option to vote either through e-voting or through Ballot Form. If a member has opted for e-voting, then he/she should not vote by Postal Ballot also and vice-a-versa. However, in case members cast their vote both via physical ballot and e-voting, then voting through e-voting shall prevail and voting done by postal ballot shall be treated as invalid.