

## POSTAL BALLOT NOTICE

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the Listing Regulations**”) (including any statutory modification(s), reenactment(s), clarification(s) or substitution(s) thereof for the time being in force), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (“**SS-2**”) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“**MCA**”) for holding general meetings / conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021 and Circular No. 3/2022 dated May 5, 2022 (collectively referred to as “**MCA Circulars**”) and subject to other applicable laws and regulations, that the Resolutions as set out in the Notice is proposed for consideration by members of the Company for passing an Special Resolution by means of Postal Ballot.

Pursuant to the provisions of Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts to enable the members to understand the meaning, scope, rationale and implications of the item of business and to take decision thereon, is annexed to this Postal Ballot Notice for your consideration and forms part of this Postal Ballot Notice (“**Notice**”).

In view of the ongoing COVID-19 pandemic, MCA in terms of the requirements specified in the MCA Circulars permitted the Companies to take all decisions requiring members’ approval, by way of postal ballot through remote e-voting mechanism in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of the members at a common venue. MCA has clarified that the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis for Companies that are required to provide e-voting facility under the Act while they are transacting any business(es) only by Postal Ballot up to December 31, 2022.

The Company is sending this Notice in electronic form, to those members whose e-mail addresses are registered with the Company / Depository Participants and whose names appear on the Register of Members / List of Beneficial Owners as received from the Depository Participants as on Friday, September 2, 2022 (“**cut-off date**”). Hard copy of the Postal Ballot Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the members for this Postal Ballot. The communication of the assent or dissent of the members would take place through the remote e-voting system or by Postal Ballot which would be sent to the Scrutinizer appointed for handling the said purpose. Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 108, 110 and other applicable provisions of the Act read with the relevant Rules, MCA Circulars and SS-2, the Company is providing remote e-voting facility to its members to enable them to cast their votes electronically. The Company has engaged the services of LINK INTIME INDIA PRIVATE LIMITED to provide the remote e-voting facility to its members. The instructions for remote e-voting are appended to this Postal Ballot Notice and is also available on the website of the Company - [www.aaatechnologies.co.in](http://www.aaatechnologies.co.in).

The Board of Directors of the Company (“**the Board**”), in compliance with Rule 22(5) of the Rules, has appointed Mr. Vijay Kumar Mishra (CP No. 4279) of M/s. VKM & Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot through remote e-voting (including the Postal Ballots to be received physically by him) process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.

VOTING STARTS ON	VOTING ENDS ON
Monday, September 05, 2022 at 9.00 a.m. (IST)	Wednesday, October 05, 2022 at 5.00 p.m. (IST)

The e-voting module shall be disabled by LINK INTIME INDIA PRIVATE LIMITED for voting after the voting ends. Members are requested to peruse the proposed Resolutions along with the Explanatory Statement and thereafter record their assent or dissent by means of remote e-voting facility provided by the Company not later than 5.00 p.m. (IST) on October 05, 2022, failing which it will be strictly considered that no reply has been received from the members.

The Members can send their postal ballot physically recording their assent or dissent in the postal ballot form to the scrutinizer of the Company not later than 5.00 p.m. (IST) on October 05, 2022, failing which it will be strictly considered that no reply has been received from the members.

The Resolutions for the purpose as stated herein below is proposed to be passed by Postal Ballot:

#### **SPECIAL BUSINESS**

- 1. To approve of Migration of Listing / Trading of the Company from NSE Emerge to Main Board of National Stock Exchange of India Limited (NSE):**

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

**"RESOLVED THAT**, pursuant to Regulation 277 and other relevant provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable provisions, if any, of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, the Listing Agreement

entered into by the Company with National Stock Exchange of India Limited (NSE) applicable to small and medium enterprise and subject to the applicable laws, by-laws, rules and regulations of National Stock Exchange of India Limited (NSE) and subject to the approval of any statutory authorities, if any, the consent of the members of the Company be and is hereby accorded for Migration to Main Board of National Stock Exchange of India Limited (NSE) and upon Migration be get listed on the capital segment (Main Board) of National Stock Exchange of India Limited (NSE) from the date of approval of Migration/ getting listed and admitted to be dealt on NSE main Board."

**"RESOLVED FURTHER THAT**, Mr. Anjay Agarwal, Chairman and Managing Director and / or Mr. Venugopal M. Dhoot, Director and / or the Company Secretary and Compliance Officer of the Company be and are hereby authorized jointly and / or severally deal with any Government or Semi Government authorities or any other concerned intermediaries including but not limited to National Stock Exchange of India Limited (NSE), Securities and Exchange Board of India (SEBI), Registrar of Companies (ROC) to apply, modify, rectify and submit any application and / or related documents on behalf of the Company for the purpose of migration of the Company's present listing from NSE EMERGE to Main Board of National Stock Exchange of India Limited (NSE)."

**"RESOLVED FURTHER THAT**, Mr. Anjay Agarwal, Chairman and Managing Director and / or Mr. Venugopal M. Dhoot, Director and / or the Company Secretary and Compliance Officer of the Company be and are hereby authorized jointly and / or severally to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required and to file all such applications, papers, documents in relation to above and to fulfill all such legal formalities in the connection and to form any committee if they think and deem fit, delegate all or any of the power herein conferred to any of such Committee of the Directors or to any Director/ Officer of the Company and to appoint any such attorney/ person to represent before the concerned authority and to delegate such power to such person/ representative, to give effect to this resolution on behalf of the Company."

**2. To make an application of listing/trading of the Company on Main Board of BSE Limited (BSE):**

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

**"RESOLVED THAT**, pursuant to provisions laid down in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and rules framed there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), guidelines or requirements given by the BSE Limited (BSE), consent of the

members be and is hereby accorded for making an application for listing of the Company on Main Board of BSE Limited (BSE) which is already listed on SME Platform (EMERGE) of National Stock Exchange of India Limited (NSE) and are in process of Migration of the Company's present listing from NSE EMERGE of National Stock Exchange of India Limited (NSE) to Main Board of National Stock Exchange of India Limited (NSE) and follow such procedures specified under ICDR Regulations, as amended from time to time."

**"RESOLVED FURTHER THAT,** Mr. Anjay Agarwal, Chairman and Managing Director and / or Mr. Venugopal M. Dhoot, Director and / or the Company Secretary and Compliance Officer of the Company be and are hereby authorized jointly and / or severally to deal with any Government or Semi-Government authorities or any other concerned intermediaries including but not limited to BSE Limited (BSE), National Stock Exchange of India Limited (NSE), Securities and Exchange Board of India (SEBI), Registrar of Companies (ROC), to apply modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of listing of the Company on Main Board of BSE."

**"RESOLVED FURTHER THAT,** Mr. Anjay Agarwal, Chairman and Managing Director and / or Mr. Venugopal M. Dhoot, Director and / or the Company Secretary and Compliance Officer of the Company be and are hereby authorized jointly and / or severally to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required and to file all such applications, papers, documents in relation to above and to fulfil all such legal formalities in the connection and to form any committee if they think and deem fit, delegate all or any of the power herein conferred to any of such Committee of the Directors or to any Director/ officer of the Company and to appoint any such attorney / person to represent before the concerned authority and to delegate such power to such person/ representative, to give effect to this resolution on behalf of the Company."

**Regd. Office:**

278-280, F Wing, Solaris 1,  
Saki Vihar Road, Opp. L&T Gate no. 6,  
Powai, Andheri East, Mumbai- 400072.  
Tel No.: 022-28573815/16  
Fax No.: 022-40152501  
Email: cs@aaatechnologies.co.in  
Website: www.aaatechnologies.co.in  
CIN: L72100MH2000PLC128949

**By order of the Board of Directors**

**Sd/-**  
**SAGAR MANOJ SHAH**  
**Company Secretary and Compliance Officer**

**Place: Mumbai**

**Date: 05<sup>th</sup> September, 2022**

## NOTES

1. The relevant Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (“**the Act**”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”) and the Secretarial Standard on General Meetings (“**SS-2**”), as amended, setting out all the material facts and reasons for the aforesaid Special Business is annexed hereto and forms part of this Postal Ballot Notice (“**Notice**”).
2. Member(s) whose name(s) appear in the Register of Members / List of Beneficial Owners as on Friday, September 02, 2022 (“**Cut-off date**”) will be considered for the purpose of voting in proportion to his / her / their / its shareholding in the paid-up equity share capital of the Company as on the cut-off date.

A person who is not a member as on the cut-off date should treat the Notice for information purpose only. Member(s) cannot exercise his / her votes by proxy on Postal Ballot.

Members are requested to exercise their voting rights through remote e-voting or sending their postal ballot form to the scrutinizer of the Company. The Company is not dispatching physical copies of Notice of Postal Ballot to any member. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

3. Members who have not registered their e-mail addresses are requested to register / update their email address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with Link Intime India Private Limited. Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated / updated with their Depository Participant(s) / Link Intime India Private Limited to enable serving of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Shareholders to register their e-mail address. Shareholders who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and by giving details of folio number, e-mail address and self-attested copy of PAN card to RTA, if the shares are held in physical form.
5. This Postal Ballot Notice is uploaded and available electronically at the following links:

Website of the Company	<a href="http://www.aaatechnologies.co.in">www.aaatechnologies.co.in</a>
Website of the Stock Exchange where the equity shares of the Company are listed	<a href="http://www.nseindia.com">www.nseindia.com</a>
Website of e-voting agency	<a href="https://instavote.linkintime.co.in">https://instavote.linkintime.co.in</a>

6. In compliance with the provisions of Section 108, 110 and other applicable provisions of the Act, read with Rule 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, as amended, MCA Circulars read with circular dated December 9, 2020 issued by SEBI on e-voting facility provided by the listed entities, SS-2, members are provided with the facility to cast their votes electronically, through the e-voting services provided by LINK INTIME INDIA PRIVATE LIMITED on the resolutions set forth in this Notice of Postal Ballot, through remote e-voting. Members are requested to note that the Company is providing facility for remote evoting or sending postal ballot physically to the scrutinizer of the company. The vote in this Postal Ballot cannot be exercised through proxy.
7. Dispatch of the Postal Ballot Notice and the Explanatory Statement shall be announced through an advertisement published in one Regional Newspaper, widely circulated in Maharashtra (in vernacular language i.e. Marathi) and one English Newspaper circulated throughout India (in the English Language) and shall be hosted at the Company's website at [www.aaatechnologies.co.in](http://www.aaatechnologies.co.in). The said public notice shall also mention the process for registration of email-ids by those Shareholders who have not yet registered their email-ids with the Company.
8. It is clarified that if a Shareholder fails to provide or update relevant e-mail address to the Company or to the DP, as the case may be, the Company will not be in default for not delivering the Notice via e-mail.
9. The remote e-voting shall commence on Monday, September 05, 2022 at 9.00 a.m. (IST) and shall end on Wednesday, October 05, 2022 at 5.00 p.m. (IST). During this period, members of the Company holding shares in physical or electronic form as on the cut-off date may cast their vote electronically. The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter.
10. The Members can send their postal ballot physically recording their assent or dissent in the postal ballot form to the scrutinizer of the Company not later than 5.00 p.m. (IST) on October 05, 2022, failing which it will be strictly considered that no reply has been received from the members.
11. The Board of Directors has appointed Mr. Vijay Kumar Mishra (CP No. 4279) of M/s. VKM & Associates, Practising Company Secretaries as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
12. The Scrutinizer will submit his report to the Chairman and Managing Director, after scrutiny of the votes cast, on the result of the Postal Ballot on or before Friday, October 07, 2022. The Scrutinizer's decision on the validity of votes cast will be final.
13. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.aaatechnologies.co.in](http://www.aaatechnologies.co.in) and on the website of Link Intime India Private Limited <https://instavote.linkintime.co.in> immediately after the result is declared by the Chairman and Managing Director and the same shall be communicated to the Stock

Exchange where the equity shares of the Company are listed. The results shall also be displayed on the notice board at the Registered Office of the Company.

14. The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. Wednesday, October 05, 2022.
15. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to [cs@aaatechnologies.co.in](mailto:cs@aaatechnologies.co.in) from their registered e-mail address mentioning their names, folio numbers / DP ID and Client ID, between the period from Friday, September 05, 2022 to Wednesday, October 05, 2022.
16. The results of postal ballot would be declared on Friday, October 07, 2022 at the registered office of the Company.
17. Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

**1. Individual Shareholders holding securities in demat mode with NSDL**

1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen.

After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

## **2. Individual Shareholders holding securities in demat mode with CDSL**

1. Existing users who have opted for Easi / Easiest, can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or [www.cdslindia.com](http://www.cdslindia.com) and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
4. Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from a link in [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. LINKINTIME. Click on LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

## **3. Individual Shareholders (holding securities in demat mode) login through their depository participants**

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to “InstaVote” website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**



Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:
  - A. **User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
  - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
  - D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*\*Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

*\*Shareholders holding shares in NSDL form, shall provide ‘D’ above*

Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

#### **Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

#### **Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution / authority letter / power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

**Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 - 4918 6000.

**Helpdesk for Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

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

**Individual Shareholders holding securities in Physical mode has forgotten the password:**

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**Regd. Office:**

278-280, F Wing, Solaris 1,  
Saki Vihar Road, Opp. L&T Gate no. 6,  
Powai, Andheri East, Mumbai- 400072.  
Tel No.: 022-28573815/16  
Fax No.: 022-40152501  
Email: cs@aaatechnologies.co.in  
Website: www.aaatechnologies.co.in  
CIN: L72100MH2000PLC128949

**By order of the Board of Directors**

**Sd/-**

**SAGAR MANOJ SHAH**  
**Company Secretary and Compliance Officer**

**Place: Mumbai**

**Date: 05<sup>th</sup> September, 2022**

## ANNEXURE TO THE NOTICE

### STATEMENT ANNEXED TO THE NOTICE AND SETTING OUT THE MATERIAL FACTS CONCERNING ITEM OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETINGS.

#### **Item No. 1: To approve of Migration of Listing/ Trading of the Company from NSE Emerge to Main Board of National Stock Exchange of India Limited (NSE):**

As all the members are kind aware that the Company is listed on the NSE EMERGE, the SME platform of the National Stock Exchange of India Limited (NSE) w.e.f. 13th October, 2020. By SME listing of almost two years Company has gained a good experience in terms of corporate governance practices and board procedures. Listing on the Main Board of National Stock Exchange of India Limited (NSE) will take the Company into a different league altogether with enhanced recognition and increased participation by retail investors. The benefits of listing on the Main Board in the form of Market Capitalization, enhanced liquidity, larger participation, visibility etc. will accrue to the Shareholders of the Company.

As per the Regulation 277 laid under Chapter IX of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 read with SEBI Circular dated 18th May, 2010 and National Stock Exchange (NSE) circular NSE/SME/37551 dated April 18, 2018, an issuer whose specified securities are listed on a NSE EMERGE can migrate to the Main Board after completion of two years of listing on NSE EMERGE subject to fulfillment of other Main Board listing conditions. The Company has been listed and traded on the SME Platform of NSE (i.e. EMERGE) and would be completing two years on 13th October, 2022 and hence eligible to migrate to the Main Board of National Stock Exchange of India Limited (NSE) as per guidelines specified by SEBI vide their circular dated May 18, 2010 and as per the procedures laid down under Chapter IX of SEBI (ICDR) Regulations, 2018. Listing on the Main Board of National Stock Exchange of India Limited will enhance participation of retail investors in large numbers, and overall market capitalization of the Company may also get increase.

The members are therefore requested to accord their approval for the purpose of migration of the Company's present listing from NSE SME (EMERGE) Segment to Main Board of National Stock Exchange of India Limited (NSE) as set out in the resolution.

Further, the proposed resolution shall be acted upon if the votes cast by public Shareholders in favour of the proposal, amount to at least 2 times the number of votes cast by the public Shareholders against the proposal. The Company would approach National Stock Exchange of India Limited (NSE) with necessary application for Migration upon receipt of approval of the Public Shareholders. It is in the interest of all the Shareholders including public Shareholders to approve the proposal for Migration of the Company on the Main Board of NSE and hence Board of directors recommends the passing of said resolution and seeks your approval.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as a Special Resolution.

**Item No. 2: To make an application of listing/trading of the Company on Main Board of BSE Limited (BSE):**

The Company was listed on NSE EMERGE, the SME platform of the National Stock Exchange of India Limited (NSE) w.e.f. 13th October, 2020 and becomes eligible to migrate to the Main Board of the National Stock Exchange of India Limited (NSE) by the end of two years of listing on NSE-SME Platform i.e. 13th October, 2022, as per the guidelines specified by the procedures laid down under Chapter IX of SEBI (ICDR) Regulations, 2018.

Now, the management of the Company wish to simultaneously list the Company on the Main Board of BSE Limited (BSE) as well. Listing of securities of the Company on both the nationwide stock exchanges i.e. BSE and NSE will lead to enhanced recognition of the Company and will open a wide market for investors.

The members are, therefore, requested to accord their approval, for the purpose of listing the Company on the Main Board of BSE Limited (BSE) as set out in this resolution.

Further, the proposed resolution shall be acted upon if the votes cast by public Shareholders in favour of the proposal, amount to at least 2 times the number of votes cast by the public Shareholders against the proposal. The Company would approach Bombay Stock Exchange of India Limited (BSE) with necessary application for listing/trading upon receipt of approval of the Public Shareholders. It is in the interest of all the Shareholders including public Shareholders to approve the proposal for listing/trading of the Company on the Main Board of BSE and hence Board of directors recommends the passing of said resolution and seeks your approval.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as a Special Resolution.

**Regd. Office:**

278-280, F Wing, Solaris 1,  
Saki Vihar Road, Opp. L&T Gate no. 6,  
Powai, Andheri East, Mumbai- 400072.  
Tel No.: 022-28573815/16  
Fax No.: 022-40152501  
Email: cs@aaatechnologies.co.in  
Website: www.aaatechnologies.co.in  
CIN: L72100MH2000PLC128949

**By order of the Board of Directors**

Sd/-  
**SAGAR MANOJ SHAH**  
Company Secretary and Compliance Officer

**Place: Mumbai**

**Date: 05<sup>th</sup> September, 2022**

## POSTAL BALLOT FORM

1) Name of the first named Shareholder (In block letters): .....

2) Name(s) of the Joint Holder(s),  
if any: .....

3) Postal Address: .....  
.....  
.....

4) Client ID/ DP ID No.: .....

5) No. of Shares: .....

I/we hereby exercise my/our vote(s) in respect of the following Special Resolutions below to be passed through Postal ballot for the businesses stated in the Postal Ballot Notice dated 05<sup>th</sup> September, 2022 of the Company by recording, my/our assent or dissent to the said Special Resolutions by placing the tick (v) mark at the appropriate box below:

Resoluti on No.	Resolutions	Type of Resolution	No. of Shares Held	FOR I/We assent to the resolution	AGAINST I/We dissent to the resolution
1.	To approve of Migration of listing/trading of the Company from NSE Emerge (SME Platform) to Main Board of National Stock Exchange of India Limited (NSE)	Special			
2.	To make an application of listing/trading of the Company on Main Board of BSE Limited (BSE)	Special			

Place:

Date:

(Signature of the Shareholder)

## VOTING INSTRUCTIONS

Kindly note that members can opt for only one mode of voting i.e. either physical ballot form or e-voting. If you opt to vote by physical ballot form, then please do not cast your vote by e-voting and vice versa. In case, member(s) cast their vote via both the modes i.e. physical ballot form as well as e-voting, then voting done through e-voting shall prevail and physical ballot form of that member shall be treated as invalid.

(A) Process and manner for members opting for physical ballot:

1. A member desiring to exercise vote by physical ballot may complete this postal ballot form and send it to the Scrutinizer containing postal ballots form(s), in person or send by courier/registered post /speed post or by hand delivery or through electronic means.

The details of Scrutinizer is as follows:

Name: Vijay Kumar Mishra of M/s VKM & ASSOCIATES  
Address: 116, Trinity Co-op. Hsg. Soc., 227, Dr. C.H. Street,  
Marine Lines (East) Mumbai-400002  
Contact: +91-22-2207 7267  
Email: [vkmassociates@yahoo.com](mailto:vkmassociates@yahoo.com)

2. The postal ballot form should be completed and signed by the member as per the specimen signature registered with the Company, if applicable. In case of joint holding, this form should be completed and signed by the first named member and in his/her absence, by the next named member. Unsigned, incomplete or defective postal ballot forms are liable to be rejected. A member is not entitled to appoint a proxy to vote in his / her behalf by postal ballot. The Scrutinizer's decision on the validity of a postal ballot will be final and binding.

3. In case of Companies, Trusts etc., the duly completed postal ballot form should be accompanied by a certified true copy of the Board resolution/ Authorization to the person voting on the postal ballot form.

4. There will be only one postal ballot form for every folio irrespective of the number of joint holder(s). Postal Ballot cannot be exercised by a proxy.

5. Duly completed Postal Ballot form(s) should reach the Scrutinizer not later than the close of working hours i.e. 5.00 p.m on Wednesday, October 05, 2022. Postal Ballot form(s) received after this date will be strictly treated as if the reply from such member has not been received.

6. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member on the cut off date.

7. In case Power of Attorney holders sign the Postal Ballot form, reference of Power of Attorney registration by the company should be mentioned in the Postal Ballot form.

8. Members are requested not to send any other paper along with the Postal Ballot form. Any extraneous paper found in such envelope will be destroyed by the Scrutinizer and the company will not be able to act on the same.

The company is pleased to offer e-voting facility, for all the members, to enable them to cast their votes electronically instead of physical postal ballot form.

(B) Process and manner for members opting for e-voting:

Members opting for e-voting may follow the procedure as stated above in this postal ballot notice.