



**PRAXIS HOME RETAIL LIMITED**

CIN: L52100MH2011PLC212866

Registered Office: 2nd Floor, Knowledge House, Shyam Nagar, Off Jogeshwari-Vikhroli Link Road, Near Talav, Jogeshwari (East),  
Mumbai-400060, Maharashtra

Tel: +91 22 4959 2500; website: [www.praxisretail.in](http://www.praxisretail.in); email: [investorrelations@praxisretail.in](mailto:investorrelations@praxisretail.in)

**POSTAL BALLOT NOTICE**

*[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]*

**Dear Member(s),**

**NOTICE** is hereby given that pursuant to Sections 108 and 110 of the Companies Act, 2013 (the "**Act**") and other applicable provisions, if any, of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**") and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), Secretarial Standard issued by the Institute of Company Secretaries of India on General Meetings ("**SS-2**") (including any statutory modification(s) thereof from time to time or any re-enactment thereof for the time being in force), the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No.09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as "**MCA Circulars**") and subject to other applicable laws and regulations, the resolution as set out in this Notice is proposed to be passed by the Members of Praxis Home Retail Limited (the "**Company**") by means of Postal Ballot, only by voting through electronic means (**remote e-voting**).

Explanatory Statement pursuant to Section 102 read with Section 108 and 110 of the Act pertaining to the resolution setting out material facts thereof, is annexed to and forms part of this Postal Ballot Notice.

In compliance with the aforesaid MCA Circulars, the Company is sending this Postal Ballot Notice only in electronic form to those shareholders of the Company whose e-mail addresses are registered with the Company / Registrar & Transfer Agent ('**RTA**') / Depositories. Accordingly, physical copy of this Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the shareholders for this postal ballot process. The communication of the assent or dissent of the shareholders would take place only through the remote e-voting system. The detailed procedure for remote e-voting forms part of the 'Notes' section to this Postal Ballot Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its shareholders, to enable them to cast their votes electronically and the Company has engaged the services of National Securities Depository Limited ('**NSDL**') for the purpose. The instructions for remote e-voting are appended to this Postal Ballot Notice.

The Board of Directors of the Company has appointed Mr. Anant Gude, a Practicing Company Secretary (Membership No. ACS 7219 and CP No. 18623), as the Scrutinizer for conducting the postal ballot process through e-voting in a fair and transparent manner.

Members desirous of exercising their votes through the remote e-voting process are requested to carefully read the instructions indicated in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Postal Ballot Notice for casting of votes by remote e-voting not later than 5.00 p.m. on August 29, 2024. The remote e-voting facility will be disabled by NSDL then after.

The proposed resolution shall be deemed to have been passed on the last date specified by the Company i.e. August 29, 2024, if approved by the Members with simple majority.



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**SPECIAL BUSINESS:**

**Resolution No. 1:**

**To increase the Authorised Share Capital and consequent amendment to the Memorandum of Association**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 13, 61, 64 including relevant rules made thereunder and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modifications thereof from time to time or any re-enactment thereof for the time being in force) read with the enabling provisions of the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs.106,30,00,000 (Rupees One hundred and Six Crore Thirty Lakh Only) divided into 20,00,00,000 (Twenty Crore) Equity Shares of face value of Rs. 5/- each and 6,30,000 (Six Lakh Thirty Thousand) Preference Shares of face value of Rs.100/- each to Rs.156,30,00,000 (Rupees One Hundred Fifty Six Crore Thirty Lakh only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of face value of Rs. 5/- each and 6,30,000 (Six Lakh Thirty Thousand) Preference Shares of face value of Rs.100/- each by creating additional 10,00,00,000 (Ten Crore) Equity Shares of face value of Rs.5/- each aggregating to Rs.50,00,00,000/- (Rupees Fifty Crore only).

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13, 61, 64 including relevant Rules framed thereunder and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof from time to time or any re-enactment thereof for the time being in force) read with the enabling provisions of the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to alter the Memorandum of Association of the Company by substituting the existing Clause V(a) of the Memorandum of Association with the following:

*V. (a) “The Authorized Share Capital is Rs.156,30,00,000 (Rupees One Hundred Fifty Six Crore Thirty Lakh only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of face value of Rs.5 (Rupees Five only) each and 6,30,000 (Six Lakh Thirty Thousand) preference shares of face value of Rs.100 (Rupees One Hundred only) each with power to increase, reduce, classify, re-classify the capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively any preferential qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify, enlarge or abrogate any such rights, privileges or conditions in such manner as may for the time being in provided by the regulations of the Company.”*

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall deem to include any of its duly authorised Committee) be and is hereby severally authorised to do all such acts, deeds, matters and things as may in their absolute discretion be deemed necessary, expedient, proper to give effect to this resolution including filing of statutory forms/ returns and to settle any questions, difficulties or doubts that may arise in this regard without requiring to secure any further consent or approval of the Members of the Company and that the Members of the Company have hereby deemed to have given their approval thereto expressly by the authority of this resolution.”

By order of the Board of Directors of  
**Praxis Home Retail Limited**  
Sd/-  
**Sanu Kapoor**  
**Head Legal & Company Secretary**  
ACS No.14065

Mumbai, July 26, 2024



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**Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions, if any, pertaining to the resolution setting out material facts and reasons thereof, is annexed to this Postal Ballot Notice for your consideration.
2. Members whose names appear on the Register of Members / List of Beneficial Owners as on **cut-off date i.e. Friday, July 26, 2024** will be considered for the purpose of remote e-voting.
3. For receiving copy of Postal Ballot Notice electronically, Shareholders who have not yet registered their email addresses are requested to send an email to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) or [investorrelations@praxisretail.in](mailto:investorrelations@praxisretail.in) by mentioning the Shareholder Name, Folio No. / DP ID and Client ID. To raise an email query the shareholders may use the following link: [https://liiplweb.linkintime.co.in/rnthelpdesk/Service\\_Request.html](https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html)
4. In line with the MCA Circulars, this Postal Ballot Notice shall also be available on the Company's website [www.praxisretail.in](http://www.praxisretail.in) and can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. This Postal Ballot Notice is also being disseminated on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
5. Pursuant to the provisions of SEBI circular no. **SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37** dated March 16, 2023 w.r.t. "Common and simplified norms for processing investor's service requests by RTAs and norms for furnishing PAN, KYC details and Nomination", all the shareholders holding shares in physical form are requested to approach for furnishing their PAN, nomination, contact details, bank account details and specimen signature for their corresponding folio numbers etc. to the Registrar & Transfer Agents of the Company ("RTA") viz. M/s. Link Intime India Private Limited in the format/mode as prescribed under above mentioned SEBI Circular. The shareholders can also reach the RTA at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083 or Email at - [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) for any assistance. Shareholders holding shares in dematerialized form are requested to approach their respective Depository Participants for updating above mentioned details.
6. The Shareholders who hold share in physical form are advised to dematerialize their shares at earliest. Requests for any transfer of shares of the Company held in physical mode shall not be processed. However, SEBI vide its circular dated January 25, 2022 has advised listed companies and Registrar & Transfer Agents to issue shares in dematerialized form while processing service requests for transmission, transposition, issue of duplicate certificates, renewal, splitting, consolidation of share certificate etc.
7. Pursuant to MCA Circulars, the Notice is being sent to the shareholders of the Company only by email. The shareholders holding shares in physical form or other shareholders who have not registered their email address with the Company/ RTA can get the same registered by approaching the RTA viz. M/s. Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083, Email ID - [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in) mentioning name & address of the shareholders along with a self-attested copy of the PAN card and any valid address proof. Shareholders holding shares in demat form are requested to update their email address with their Depository.
8. During the remote e-voting period, all documents referred to in this Notice and other relevant documents would be available for inspection by the Shareholders in electronic mode only and may be inspected by sending a request in that regard at [investorrelations@praxisretail.in](mailto:investorrelations@praxisretail.in).
9. The last date of the remote e-voting i.e. August 29, 2024, shall be the date on which the resolution would be deemed to have been passed, if it receives majority of votes in favour.
10. Shareholder need not use all his/her/its votes nor does he/she/it need to cast all his/her/its votes in the same way.



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**11. Voting through electronic means:**

In terms of Regulation 44 of the Listing Regulations and Section 108 and Section 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended and the relevant MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 (SEBI Circular), Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India and any amendments thereto, the Company is pleased to provide the e-voting facility to its shareholders holding shares in physical or dematerialized form, as on the **cut-off date, being Friday July 26, 2024** to exercise their right to vote by electronic means on the businesses specified in this Postal Ballot Notice. For this purpose, the Company has availed a facility from NSDL for voting through electronic means.

**The remote e-voting period commences on Wednesday, July 31, 2024 at 9:00 a.m. (IST) and shall end on Thursday, August 29, 2024 at 5:00 p.m. (IST).** During this period, the shareholders holding shares as on the cut-off date may cast their vote(s) electronically. The e-voting module shall be disabled by NSDL thereafter for voting. Once the vote on a resolution is cast by a shareholder, no change therein shall be allowed subsequently.

A person who is not a shareholder as on cut-off date should treat this Postal Ballot Notice for information purposes only. The voting rights of the shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

The Board of Directors of the Company has appointed Mr. Anant Gude, proprietor of M/s. Anant Gude & Associates, (Membership No. 7219/ COP No. 18623), Practicing Company Secretaries, Mumbai, as the Scrutinizer for conducting the postal ballot process through e-voting in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman or any other person authorised by the Chairman after conclusion of the voting period. The results of remote e-voting shall be declared within two working days of conclusion of remote e-voting period in accordance with regulation 44(3) of the Listing Regulations. The voting results along with the Scrutinizer's report, will be hosted on the websites of the Company and NSDL. The same also be displayed at the registered office of the Company and shall also be simultaneously forwarded to the Stock Exchanges.

12. Appointment of proxies by the shareholders is not permissible for the resolution(s) proposed under this Postal Ballot Notice.

**13. General Instructions for Remote E-voting:**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

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Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p>       </div>





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<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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 toll free no. 1800-21-09911.</p>



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**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c. How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**



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6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

### **Step 2: Cast your vote electronically on NSDL e-Voting system.**

#### **How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [ngvg@rediffmail.com](mailto:ngvg@rediffmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “**Upload Board Resolution / Authority Letter**” displayed under “**e-Voting**” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to [Ms. Pallavi Mhatre](mailto:Ms. Pallavi Mhatre) at [evoting@nsdl.com](mailto:evoting@nsdl.com).





**PRAXIS HOME RETAIL LIMITED**

CIN: L52100MH2011PLC212866

Registered Office: 2nd Floor, Knowledge House, Shyam Nagar, Off Jogeshwari-Vikhroli Link Road, Near Talav, Jogeshwari (East),  
Mumbai-400060, Maharashtra

Tel: +91 22 4959 2500; website: [www.praxisretail.in](http://www.praxisretail.in); email: [investorrelations@praxisretail.in](mailto:investorrelations@praxisretail.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [investorrelations@praxisretail.in](mailto:investorrelations@praxisretail.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [investorrelations@praxisretail.in](mailto:investorrelations@praxisretail.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



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

As required under Section 102 read with Section 110 of the Companies Act, 2013, the following are the material facts relating to the special business mentioned in the accompanying Postal Ballot Notice.

Presently, the Authorised Share Capital of the Company is Rs. 106,30,00,000/- (Rupees One Hundred Six Crore Thirty Lakh only) divided into 20,00,00,000 (Twenty Crore) Equity Shares of face value of Rs. 5/- each and 6,30,000 (Six Lakh Thirty Thousand) Preference Shares of face value of Rs. 100/- each.

Considering the increased fund requirements of the Company, your Directors have approved the resolution for increasing the Authorised Share Capital of the Company by addition of 10,00,00,000 (Ten Crore) Equity Shares of face value of Rs. 5/- each to Rs.156,30,00,000 (Rupees One hundred Fifty Six Crore Thirty Lakh only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of face value of Rs. 5/- each and 6,30,000 (Six Lakh Thirty Thousand) Preference Shares of face value of Rs.100/- each. The increase in the Authorised Share Capital as aforesaid would entail consequential alteration of the existing clause V(a) of the Memorandum of Association of the Company.

The proposal for increase in the Authorised Share Capital and consequent amendment to the Memorandum of Association of the Company requires approval of the shareholders in terms of Sections 13 read with section 61 of the Companies Act, 2013.

Your Directors recommend the Resolution no.1 as set out in the accompanying Notice of Postal Ballot for approval of the shareholders as an ordinary resolution.

None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution no.1 of the Notice, except to the extent of their shareholding and outstanding stock options if any, in the Company.

By order of the Board of Directors of  
**Praxis Home Retail Limited**

**Sd/-**  
**Sanu Kapoor**  
**Head Legal & Company Secretary**  
ACS No.14065

Mumbai, July 26, 2024

**Registered Office:**

2<sup>nd</sup> Floor, Knowledge House, Shyam Nagar,  
Off Jogeshwari Vikhroli Link Road, Near Talav,  
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