

**HIMALAYA FOOD INTERNATIONAL LIMITED**

(Formerly, Himalaya International Limited)

**CIN:** L70102DL1992PLC047399

**Regd. Office:** 118, 1st Floor, 12 Gagandeep Building, Rajendra Place, New Delhi-110008

**Tel.** +91 11 45108609, **Fax:** +91 1704 225178

**E-mail id:** cs@himalyainternational.com | website: www.himalyainternational.com

**POSTAL BALLOT NOTICE**

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

Dear Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment( s) thereof, for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (SEBI Listing Regulations) and other applicable laws and regulations, to transact the Special Business, set out in this Notice, as Special Resolution, through Postal Ballot by the Members of Himalaya Food International Limited ("the Company").

The proposed resolutions and explanatory statement pertaining to the said resolutions, pursuant to Section 102(1) of the Companies Act, 2013, setting out the information and material facts, is appended herewith for your consideration along with a 'Postal Ballot Form' and self-addressed, postage pre-paid envelope (postage borne by the Company).

You are requested to carefully read the instructions printed on the form enclosed herewith and return it, duly completed and signed along with your assent (FOR) or dissent (AGAINST) in the attached self-addressed postage pre-paid envelope (postage borne by the Company), so as to reach the Scrutinizer, at the Registered Office of the Company 118, 1st Floor, 12 Gagandeep Building Rajendra Place New Delhi-110008, on or before 05:00 P.M. on 6<sup>th</sup> July 2019, which is last date for receipt of completed Postal Ballot Forms. Postal Ballot Form(s) received after this date, time will be considered as invalid, and it will be considered that no reply has been received from the Member.

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 and 110 of the Act read with the Rules, the Company is pleased to provide electronic voting ("e-voting") facility as an alternative to its members to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Forms by post. The Company has engaged Central Depository Services (India) Limited (CDSL), to provide e-voting facility. The e-voting facility is available from 7<sup>th</sup> day of June 2019 (9:00 a.m. onwards) till 6<sup>th</sup> day of July 2019 (up to 5:00 pm). For e voting, please read carefully the "Procedure/instructions for e-voting" enumerated in the notes to this Notice. It may be noted that e voting is optional. If a Shareholder has voted through e-voting facility, he is not required to send the Postal Ballot Form. If a Shareholder votes through e-voting facility as well as sends his vote through the Postal Ballot Form, the votes cast through e-voting shall only be considered by the Scrutinizer and voting done by Postal Ballot will be treated as invalid.

The Board of Directors of the Company has appointed Himanshu Sharma of M/ Himanshu Sharma & Associates, Company Secretary, Delhi as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer, after completion of scrutiny, will submit his report to the Company latest by 5:00 PM on 8<sup>th</sup> day of July 2019. The result of the Postal Ballot will be announced latest by 7:30 pm on 8<sup>th</sup> day of July 2019 at the Company's registered office. In addition to the results

being communicated to Stock Exchanges, the results along with Scrutinizer's report will also be placed on Company's website i.e. [www.himalyainternational.com](http://www.himalyainternational.com) and the website of CDSL i.e. <https://www.evotingindia.com> and shall be displayed at the Company's Registered office.

### **Special Business:**

#### **Item No. 1**

To consider and if thought fit to pass with or without modification (s) the following resolution as a **Special Resolution: -Preferential Allotment of Equity Shares:**

**"RESOLVED THAT** in accordance with the provisions of Section 42 and 62 and all other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force & the enabling provisions of the Memorandum and Articles of Association of the Company, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Issue of Capital and Disclosure Requirements) Regulations, 2018 [SEBI (ICDR) Regulations] & any other clarifications thereon issued from time to time, Listing Regulations pursuant to the Listing Agreement entered into by the Company with the BSE Limited where the Company's shares are listed, and any other applicable laws/rules/regulations and subject to the approval/consent/ permission/sanction, if any of appropriate authorities/ bodies/ institutions and subject to such conditions and modifications as may be imposed upon and accepted by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred by the Board), the consent of the Members of the Company be and is hereby accorded to the board to create, offer, issue and allot in one or more tranches an aggregate of 2,15,000 (Two Lacs Fifteen Thousand ) Equity Shares of the Company having face value of 10/- (Rupees Ten Only), on Preferential basis to the operational creditors (hereinafter referred to as the "Proposed Allottees") as more particularly mentioned in the explanatory statement setting out material facts, through offer letter such other document /writing, in such form and manner as may be determined by the Board in its absolute discretion.

**RESOLVED FURTHER THAT** The "Relevant Date" pursuant to Regulation 161 of the SEBI (ICDR) Regulations in relation to the above mentioned Preferential Issue of Equity Shares, is 6<sup>th</sup> June 2019, being the date 30 (Thirty) days prior to the date on which this resolution is deemed to have been passed, i.e., the last date specified for receipt of the duly completed Postal Ballot Forms / e-voting, i.e. 6<sup>th</sup> July 2019.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to decide and approve other terms and conditions of the issue of the equity shares and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, subject however to the compliance with the applicable guidelines, notifications, rules and regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to accept the terms, conditions, modifications and stipulations as the GOI, SEBI or Stock Exchanges or any other regulatory authority may stipulate while granting approval to the Company for issue of the equity shares as aforesaid.

**RESOLVED FURTHER THAT** the Board is hereby authorised to take necessary steps for listing of the equity shares allotted on the Stock Exchanges, where the Company's shares are listed, as per the terms and conditions of the Listing Agreement, and in accordance with such other guidelines, rules and regulations as may be applicable with regard to such listing.

**RESOLVED FURTHER THAT** the Equity Shares so issued shall upon allotment have the same rights of voting as the existing equity shares and be treated for all other purposes *pari-passu* with the existing equity shares of the Company and that the equity shares so allotted during the financial year shall be entitled to the dividend, if any, declared including other corporate benefits, if any, for the financial year in which the allotment has been made and subsequent years.

**RESOLVED FURTHER THAT** the Board, be and is hereby, authorized in its entire discretion to decide and proceed with the issue of the equity shares, including the size and relative component of the same, and for the purpose of giving effect to this issue of equity shares, to issue proposed Preferential offer letter to the proposed allottees and take such steps and to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary, expedient, usual, proper, incidental or desirable and to settle any question, difficulties or doubts that may arise in this regard and in regard to the issue, allotment of the equity shares and utilization of the issue proceeds, to prescribe the forms of applications, enter and execute all such deeds, documents, agreements or other instruments, and to take such actions/directions as they may consider as being necessary or desirable and to obtain any approval, permissions, sanctions which may be necessary or desirable as they may deem fit, without being required to seek any further consent or approval of the shareholders.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may at its discretion deem necessary or desirable for such purpose, including without limitation, appointment of consultants, solicitors, merchant bankers, or any other agency/agencies, 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 the issue as may be considered necessary, proper or expedient and give effect to such modification(s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard to such issue and allotment and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

## **Item No. 2**

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

**“RESOLVED THAT** in accordance with the provisions of Section 42 and 62 and all other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification(s) or re-enactment thereof, for the time being in force & the enabling provisions of the Memorandum and Articles of Association of the Company, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Issue of Capital and Disclosure Requirements) Regulations, 2018 [SEBI (ICDR) Regulations] & any other clarifications thereon issued from time to time, Listing Regulations pursuant to the Listing Agreement entered into by the Company with the BSE Limited where the Company’s shares are listed, and any other applicable laws/rules/regulations and subject to the approval/consent/ permission/sanction, if any of appropriate authorities/ bodies/ institutions and subject to such conditions and modifications as may be imposed upon and accepted by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred by the Board), the consent of the Members of the Company be and is hereby accorded to the board to create, offer, issue and allot in one or more tranches up to maximum of 62,25,000 (Sixty Two Lacs Twenty Five Thousand) convertible warrants of the Company of the face value of Rs. 10/- (Rupees Ten), on Preferential basis to the Promoters and Public (hereinafter referred to as the “Proposed Allottees/Warrant holder”) as more particularly mentioned in the explanatory statement setting out material facts, through offer letter such other document /writing, in such form and manner as may be determined by the Board in its absolute discretion, with a right to subscribe to equal number of equity shares, on conversion within a period of 18 months, of nominal value of Rs. 10/- (Rupees Ten only) each fully paid up at a price of Rs. 10/- (Rupees Ten), each being not less than the price calculated in accordance with the Guidelines for Preferential Issue, issued by SEBI, provided that the aggregate number of resultant equity shares of the Company to be issued against such warrants shall not exceed 62,25,000 (Sixty Two Lacs Twenty Five Thousand) fully paid up equity shares of the face value of Rs. 10/- (Rupees Ten only) each.

**RESOLVED FURTHER THAT** an amount equivalent to 25% of the price of the share, i.e. Rs.2.50, shall be payable at the time of making application for the warrants, which shall be adjusted and appropriated against the price payable by the warrant holders at the time of exercising the option to convert the warrant into equity shares, and that in the event the option for such conversion is not exercised fully within the prescribed time, the remaining warrants shall lapse and the amount so paid on the allotment of the warrants shall stand forfeited.

**RESOLVED FURTHER THAT** the offer, issue and allotment of the aforesaid Warrants to the Proposed Allottees and the Equity Shares resulting from the exercise of the entitlement of the said Warrants, shall be subject to applicable guidelines, notifications, rules and regulations and on the terms and conditions given herein below:

- A. Each warrant shall be convertible into one equity share of Rs.10/- each, of the Company.
- B. The warrants shall be convertible into equity shares in more than one tranches (at the sole option of the warrant holders) at any time within a period of 18 months from the date of allotment of warrants.
- C. The warrant holder(s) shall on or before the date of allotment, pay an amount equivalent to 25% of the total consideration per warrant.
- D. The warrant shall not carry any voting/dividend rights.
- E. The warrant holder(s) shall, on or before the date of allotment of resultant equity shares on conversion, pay the balance 75% i.e. Rs 7.50/- of the consideration towards the subscription to each equity share.
- F. The amount referred to in above (C) above shall be forfeited, if the option to acquire shares is not exercised by the warrant holders, within the stipulated period.
- G. Convertible warrants and the resultant equity shares on conversion shall be subject to a lock-in period to be determined in accordance with the provisions of Chapter VII on Preferential Issue under SEBI (ICDR) Regulations, 2018.
- H. The entire pre- preferential of the proposed allottees shall be under a lock-in period, from the relevant date, i.e June 6, 2019 upto a period of six months from the date of trading approval.
- I. The warrants convertible into equity shares later shall be made fully paid-up at the time of their allotment.

**RESOLVED FURTHER THAT** the pricing of the Equity Shares to be allotted on conversion of the above said warrants, be calculated in accordance with the SEBI (ICDR) Regulations, on the 'Relevant Date'.

**RESOLVED FURTHER THAT** The "Relevant Date" pursuant to Regulation 161 of the SEBI (ICDR) Regulations in relation to the above mentioned Preferential Issue of Warrants, is June 6, 2019, being the date 30 (Thirty) days prior to the date on which this resolution is deemed to have been passed, i.e., the last date specified for receipt of the duly completed Postal Ballot Forms / e-voting, i.e., Saturday July 6, 2019.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to decide and approve other terms and conditions of the issue of the Warrants and/or equity shares and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, subject however to the compliance with the applicable guidelines, notifications, rules and regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to accept the terms, conditions, modifications and stipulations as the GOI, SEBI or Stock Exchanges or any other regulatory authority may stipulate while granting approval to the Company for issue of the Warrants and/or equity shares as aforesaid.

**RESOLVED FURTHER THAT** the Board is hereby authorised to take necessary steps for listing of the equity shares allotted upon conversion of Warrants on Stock Exchanges, where the Company's shares are listed, as per the terms and conditions of the Listing Agreement, and in accordance with such other guidelines, rules and regulations as may be applicable with regard to such listing.

**RESOLVED FURTHER THAT** the Company shall ensure that whilst any warrants remaining exercisable, it will at all times, keep available and reserved such part of its authorized but un-issued share capital as would enable all outstanding warrants to be satisfied in full.

**RESOLVED FURTHER THAT** the Equity Shares so issued on conversion of warrants shall upon allotment have the same rights of voting as the existing equity shares and be treated for all other purposes *pari-passu* with the existing equity shares of the Company and that the equity shares so allotted during the financial year shall be entitled to the dividend, if any, declared including other corporate benefits, if any, for the financial year in which the allotment has been made and subsequent years.

**RESOLVED FURTHER THAT** the Board, be and is hereby, authorized in its entire discretion to decide and proceed with the issue of the warrants and resultant equity shares on conversion, including the size and relative component of the same, and for the purpose of giving effect to this issue of equity shares and warrants, to issue proposed Preferential offer letter to the proposed allottees and take such steps and to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary, expedient, usual, proper, incidental or desirable and to settle any question, difficulties or doubts that may arise in this regard and in regard to the issue, allotment of the Warrants and/or equity shares and utilisation of the issue proceeds, to prescribe the forms of applications, enter and execute all such deeds, documents, agreements or other instruments, and to take such actions/directions as they may consider as being necessary or desirable and to obtain any approval, permissions, sanctions which may be necessary or desirable as they may deem fit, without being required to seek any further consent or approval of the shareholders.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may at its discretion deem necessary or desirable for such purpose, including without limitation, appointment of consultants, solicitors, merchant bankers, or any other agency/agencies, 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 the issue as may be considered necessary, proper or expedient and give effect to such modification(s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard to such issue and allotment and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**By Order of the Board  
For, Himalaya Food International Limited**

**Place: Delhi**

**Ms.Surabhi Maheshwari**

**Date: 30.05.2019**

**Company Secretary**

**Explanatory statement pursuant to Sections 102(1) and 110 of the Companies Act, 2013**

**Item No. 1**

The Special Resolution contained in Item no. 1 of the accompanying Notice has been proposed pursuant to the provisions of Sections 42, 62 of the Companies Act, 2013 (“the Act”) and the rules framed there under to create, offer, issue and allot 2,15,000 (Two Lacs Fifteen Thousand ) Equity Shares having face value of ` 10/- (Rupees Ten Only) each to Operational Creditors of the Company to pay off loan of the Company, in accordance with Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”),

as amended and applicable laws on preferential basis, in relation to the aforesaid Special Resolution are given as under:

1. **The objects of the preferential issue:** The proposed preferential issue is to Operational Creditors of the Company to pay off loan of the Company. The Board is of the view that there is a need to reduce the debt of the Company to service the debt. Hence, the Board recommends the Preferential Issue of the Equity Shares to the operational creditors.
2. **Intention of promoters / directors / key managerial personnel to subscribe to the Preferential Allotment:** None of the existing promoters, directors or key managerial personnel intends to subscribe to any Equity Shares under this Preferential Issue of Equity Shares.
3. **The total number of shares or other securities to be issued:** The resolution set out in the accompanying notice authorizes the Board to issue up to 2,15,000 (Two Lacs Fifteen Thousand ) equity shares on preferential basis.
4. **Issue Price and Relevant Date:** The price of equity shares to be issued is fixed at Rs.10/- per equity share of Face Value of Rs.10/- each and in accordance with the price determined in terms of Regulation 76 of the ICDR Regulations.

The Relevant Date is Thursday, June 06, 2019 i.e. 30 days prior to the date of Date of conclusion of the voting (Including e-voting) and last date for receiving Postal Ballot forms by the Scrutinizer on Saturday, July 06, 2019 (deemed date of passing of this Resolution by the Members of the Company through Postal Ballot).

5. **Basis on which price has been arrived:** The Company is listed on Bombay Stock Exchange Limited (BSE) and the price has been determined on the basis of the quotes available on the Bombay Stock Exchange Limited during the preceding twenty six weeks or preceding two weeks prior to the relevant date.
6. **Proposed time limit within which the allotment shall be complete:** Allotment of equity share is proposed to be made within 15 days from the date of approval of the members to the preferential issue (i.e., the last date for receipt of postal ballot or e-voting, Saturday, July 6, 2019), provided that where the said allotment is pending on account of pendency of any approval for such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (Fifteen) days from the date of such approval.
7. **Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:** No allotment(s) has been made on a preferential basis from the beginning of the year to the date of issue of this notice.
8. **Identity of the Proposed Allottees, Percentage of post-issue capital in the issuer consequent to the preferential allotment:**

| Sr. No | Name                | Category | Pre-Issue Holding | % Total Equity Capital | No. Of Share | Post-Issue Holding | % Total Equity Capital |
|--------|---------------------|----------|-------------------|------------------------|--------------|--------------------|------------------------|
| 1      | Sandeep Garg        | Public   | 0                 | -                      | 15000        | 15000              | 0.03                   |
| 2      | Padmavati Packaging | Public   | 0                 | -                      | 200000       | 200000             | 0.34                   |

**9. 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 post preferential issue capital that may be held by them**

| Name of proposed Allottees | Identity of ultimate beneficial owners |                               |
|----------------------------|--|-------------------------------|
| Padmavati Packaging        | Name of Partner:                       | Mr. Sanghavi Rupesh Vasantlal |

**10. The Shareholding Pattern of the issuer before and after the preferential issue:**

| Sr. No.   | Category  | PRE ISSUE CAPITAL  |                   | POST ISSUE CAPITAL |                   |
|-----------|---|--------------------|-------------------|--------------------|-------------------|
|           |   | No. of shares held | % of Shareholding | No. of shares held | % of Shareholding |
| <b>A.</b> | <b>Promoters holding</b>  |                    |                   |                    |                   |
| 1         | <b>Promoters</b>  |                    |                   |                    |                   |
|           | - Indian Promoters  | 2,40,95,964        | 41.64             | 2,40,95,964        | 41.48             |
|           | - Foreign Promoters   | 48,68,778          | 8.41              | 48,68,778          | 8.38              |
| 2         | <b>Persons acting in concert</b>  | 0                  | 0                 | 0                  | 0                 |
|           | <b>Sub - Total</b>  | <b>2,89,64,742</b> | <b>50.05</b>      | <b>2,89,64,742</b> | <b>49.86</b>      |
| <b>B.</b> | <b>Non-Promoters Holding</b>  |                    |                   |                    |                   |
| 3         | <b>Institutional Investors</b>  | 0                  | 0                 | 0                  | 0                 |
| a.        | Mutual Funds and UTI  | 0                  | 0.00              | 0                  | 0.00              |
| b.        | Banks, Financial Institutions, Insurance Companies (Central/State Gov. Institutions/ Non-Government Institutions) | 600                | 0.00              | 600                | 0.00              |
| c.        | FII's   | 0                  | 0                 | -                  | 0                 |
|           | <b>Sub - Total</b>  | <b>600</b>         | <b>0</b>          | <b>600</b>         | <b>0.00</b>       |
| 4         | <b>Others</b>   |                    |                   |                    |                   |
| a.        | Private Corporate Bodies  | 0                  | 0.00              | -                  | 0.00              |
| b.        | Indian Public   | 21868697           | 37.78             | 2,20,83,697        | 38.02             |
| c.        | NRIs/OCBs   | 0                  | 0.00              | -                  | 0.00              |
| d.        | Any other (Please specify)HUF   | 7038845            | 12.17             | 70,38,845          | 12.12             |
| e.        | Trust   | 0                  | 0.00              | -                  | 0.00              |

|                      |    |                  |                    |               |                    |               |
|----------------------|----|------------------|--------------------|---------------|--------------------|---------------|
|                      | f. | Clearing Members |                    | 0.00          | -                  | 0.00          |
| <b>Sub - Total</b>   |    |                  | <b>2,89,07,542</b> | <b>49.95</b>  | <b>2,91,22,542</b> | <b>50.14</b>  |
| <b>GRAND - TOTAL</b> |    |                  | <b>5,78,72,884</b> | <b>100.00</b> | <b>5,80,87,884</b> | <b>100.00</b> |

**11. Change in control consequent to the preferential issue:** The existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company because of the proposed preferential allotment.

**12. Lock-in Period:** The entire pre-preferential allotment shareholding of the above allottee shall be locked-in as per the Regulations 78(6) of the SEBI (ICDR) Regulations.

**13. Statutory Auditor Certificate:** M/s SATNAM ASSOCIATES Chartered Accountants, Dehradun, the Statutory Auditors of the Company has certified that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2018. A copy of the certificate is kept for inspection at the Registered Office of the Company during the business hours.

**14. Shareholder's Consent:** Shareholder's Consent is sought pursuant to 62 of the Companies Act, 2013 and in terms of the listing agreement with Stock Exchanges, and SEBI (ICDR) Regulations, to the issue of the abovementioned Shares, as set out in the Resolution.

The Board recommends the Special Resolution set out at Item No. 1 for the approval of the Members.

## Item No. 2

The Board of Directors in their meeting held on May 30, 2019 subject to necessary approval(s), has approved the proposal for raising funds and for that to issue and allot 62,25,000 (Sixty Two Lakhs Twenty Five Thousand) convertible warrants of Rs. 10 /- aggregating to Rs. 6, 22,50,000/- (Rupees Six Crores Twenty Two Lakhs Fifty Thousand) of the Company to Promoter and Non Promoter on preferential basis. The details of the issue and other particulars as required in terms of the Act and SEBI (ICDR) Regulations, 2018 in relation to the aforesaid Special Resolution are given as under:

- 1. The objects of the preferential issue:** The proposed preferential issue is required for the expansion of the business of the Company.
- 2. The total number of securities to be issued:** The Board intends to offer, issue and allot 62,25,000 (Sixty Two Lakhs Twenty Five Thousand) convertible warrants of Rs. 10 /- aggregating to Rs. 6, 22,50,000/- (Rupees Six Crores Twenty Two Lakhs Fifty Thousand) on preferential basis in accordance with SEBI (ICDR) Regulations, 2018 and other applicable laws.
- 3. Pricing of preferential issue:** The price of each equity share to be issued in lieu of Warrants is fixed at Rs. 10/- (Rupees Ten Only) per share as determined in terms of Regulation 164(1) of Chapter V of the SEBI (ICDR) Regulations on the basis of the Relevant Date. Further, the Company undertakes to re-compute the price of the equity shares, if at all required, in terms of the provisions of these regulations where it is required to do so.
- 4. Basis on which price has been arrived at along with report of the registered valuer:** The Company is listed on Bombay Stock Exchange Limited (BSE) and the price has been determined on the basis of the quotes available on the Bombay Stock Exchange Limited during the preceding twenty six weeks or preceding two weeks prior to the relevant date.
- 5. Intent of the promoters, directors or key managerial personnel of the issuer to subscribe to the offer:** As mentioned herein above, the Company proposes to make a preferential allotment of 62,25,000 (Sixty Two Lakhs Twenty Five Thousand) convertible warrants of Rs. 10 /- aggregating to Rs. 6, 22,50,000/- (Rupees Six Crores Twenty Two



Lakhs Fifty Thousand) on preferential basis Promoter and Non Promoter who have intended to subscribe for the said warrants of the Company as per details given below:

| Sr. No | Name of Allottee          | Category                         | No. of warrants |
|--------|---------------------------|----------------------------------|-----------------|
| 1      | Man Mohan Malik           | Promoter                         | 4,85,000        |
| 2      | Doon Valley Foods (P) Ltd | Promoter Group                   | 50,40,000       |
| 3      | Akhil Gupta               | Public – Chief Financial Officer | 1,00,000        |
| 4.     | Deepak Chokhani           | Public                           | 6,00,000        |

**6. Relevant date:** The “Relevant Date” in terms of Regulation 161 of the SEBI (ICDR) Regulations for determination of minimum price is June 6, 2019 being the date 30 (Thirty) days prior to the date on which this resolution is deemed to have been passed, i.e., The last date specified for receipt of the duly completed Postal Ballot Forms / e-voting, i.e., Saturday, July 6, 2019.

**7. The class or classes of persons to whom the allotment is proposed to be made:** The allotment is proposed to be made to the Promoter and Non-promoter Allottees as mentioned at point no. 05

**8. The Shareholding Pattern of the issuer before and after the preferential issue:**

| Sr. No.   | Category                         | PRE ISSUE CAPITAL  |                    | POST ISSUE CAPITAL AFTER ISSUE OF EQUITY SHARES |                   | POST ISSUE CAPITAL AFTER ISSUE OF WARRANTS |                   |  |
|-----------|----------------------------------|--------------------|--------------------|---|-------------------|--|-------------------|--|
|           |                                  | No. of shares held | % of Share holding | No. of shares held                              | % of Shareholding | No. of shares held                         | % of Shareholding |  |
| <b>A.</b> | <b>Promoters holding</b>         |                    |                    |   |                   |  |                   |  |
| 1         | <b>Promoters</b>                 |                    |                    |   |                   |  |                   |  |
|           | - Indian Promoters               | 2,40,95,964        | 41.64              | 2,40,95,964                                     | 41.48             | 29620964.00                                | 46.06             |  |
|           | - Foreign Promoters              | 48,68,778          | 8.41               | 48,68,778                                       | 8.38              | 4868778.00                                 | 7.57              |  |
| 2         | <b>Persons acting in concert</b> | 0                  | 0                  | 0   | 0                 | 0  | 0                 |  |
|           | <b>Sub - Total</b>               | <b>2,89,64,742</b> | <b>50.05</b>       | <b>2,89,64,742</b>                              | <b>49.86</b>      | <b>3,44,89,742</b>                         | <b>53.63</b>      |  |
| <b>B.</b> | <b>Non-Promoters Holding</b>     |                    |                    |   |                   |  |                   |  |
| 3         | <b>Institutional Investors</b>   | -                  | -                  | -   | -                 | -  | -                 |  |
| a.        | Mutual Funds and UTI             | 0                  | 0.00               | -   | 0.00              | 0.00                                       | 0                 |  |

|                      |    |   |                    |               |                    |               |                    |               |
|----------------------|----|---|--------------------|---------------|--------------------|---------------|--------------------|---------------|
|                      | b. | Banks, Financial Institutions, Insurance Companies (Central/State Gov. Institutions/ Non-Government Institutions) | 600                | 0.00          | 600                | 0.00          | 600.00             | 0.00          |
|                      | c. | FIIIs   | 0                  | 0             | -                  | 0             | 0                  | 0             |
| <b>Sub - Total</b>   |    |   | <b>600</b>         | <b>0</b>      | <b>600</b>         | <b>0.00</b>   | <b>600</b>         | <b>0.00</b>   |
|                      | 4  | <b>Others</b>   |                    |               |                    |               |                    |               |
|                      | a. | Private Corporate Bodies  | 0                  | 0.00          | -                  | 0.00          | 0.00               | 0             |
|                      | b. | Indian Public   | 21868697           | 37.78         | 2,20,83,697        | 38.02         | 22783697.00        | 35.43         |
|                      | c. | NRIs/O CBs  | 0                  | 0.00          | -                  | 0.00          | 0.00               | 0             |
|                      | d. | Any other (Please specify) HUF  | 7038845            | 12.17         | 70,38,845          | 12.12         | 7038845.00         | 10.94         |
|                      | e. | Trust   | 0                  | 0.00          | -                  | 0.00          | 0.00               | 0             |
|                      | f. | Clearing Members  | 0                  | 0.00          | -                  | 0.00          | 0.00               | 0             |
| <b>Sub - Total</b>   |    |   | <b>2,89,07,542</b> | <b>49.95</b>  | <b>2,91,22,542</b> | <b>50.14</b>  | <b>2,98,22,542</b> | <b>46.37</b>  |
| <b>GRAND - TOTAL</b> |    |   | <b>5,78,72,884</b> | <b>100.00</b> | <b>5,80,87,884</b> | <b>100.00</b> | <b>6,43,12,884</b> | <b>100.00</b> |

**9. Proposed time limit within which the allotment shall be complete:** Allotment of warrants is proposed to be made within 15 days from the date of approval of the members to the preferential issue (i.e., the last date for receipt of postal ballot or e-voting, Saturday, July 6, 2019), provided that where the said allotment is pending on account of pendency of any approval for such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (Fifteen) days from the date of such approval.

**10. Identity of the Proposed Allottees, Percentage of post-issue capital in the issuer consequent to the preferential allotment:**

| Sr. No | Name                      | Category                         | Pre-Issue Holding | % Total Equity Capital | No. Of warrants | Post-Issue Holding | % Total Equity Capital |
|--------|---------------------------|----------------------------------|-------------------|------------------------|-----------------|--------------------|------------------------|
| 1      | Man Mohan Malik           | Promoter                         | 9,54,915          | 1.65                   | 4,85,000        | 14,39,915          | 2.24                   |
| 2      | Doon Valley Foods (P) Ltd | Promoter Group                   | 22,11,957         | 3.82                   | 50,40,000       | 72,51,957          | 11.28                  |
| 3      | Akhil Gupta               | Public – Chief Financial Officer | 0                 | 0                      | 1,00,000        | 1,00,000           | 0.16                   |
| 4.     | Deepak Chokhani           | Public                           | 4,31,850          | 0.75                   | 6,00,000        | 10,31,850          | 1.60                   |

**11. 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 post preferential issue capital that may be held by them**

| Name of proposed Allottees | Identity of ultimate beneficial owners |   |               |             |  |
|----------------------------|--|---|---------------|-------------|--|
| Doon Valley Foods (P) Ltd  | Name of Director:                      | 1) Mr. Manmohan Malik<br>2) Mr. Sanjiv Kakkar |               |             |  |
|                            | Name of Shareholder                    | Name of Shareholder                           | No. of Shares | % of Shares |  |
|                            |  | 1. Man Mohan Malik                            | 150765        | 60.63       |  |
|                            |  | 2. Sanjiv Kakkar                              | 20500         | 8.24        |  |
|                            |  | 3. Anita Kakkar                               | 24250         | 9.75        |  |
|                            |  | 4. Sidharth Kakkar                            | 12100         | 4.87        |  |
|                            |  | 5. Arjun Malik                                | 15000         | 6.03        |  |
|                            |  | 6. Jyoti Malik                                | 10300         | 4.14        |  |
|                            |  | 7. Purnima Malik                              | 14750         | 5.94        |  |
| 8. Pinky Chadda            | 1000                                   | 0.40  |               |             |  |
|                            | Total                                  | 248665  | 100           |             |  |

**12. Change in control consequent to the preferential issue:** The existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company because of the proposed preferential allotment.

**13. Lock-in Period:** The securities allotted to Proposed Allottees shall be locked in as per Regulation 167 and other applicable provisions of SEBI (ICDR) Regulations

**14. Undertakings:** The Company do hereby undertake that:

- It shall re-compute the price of the said shares in terms of the provisions of SEBI (ICDR) Regulations where it is required to do so; and
- If the amount payable on account of the re-computation of the price of the said shares is not paid within the time stipulated in SEBI (ICDR) Regulations, the said Warrants shall continue to be locked-in till the time such amount is paid by the allottee/s.
- Save and except the Preferential Issue as proposed in the resolution as set in the accompanying Notice, the Company has made no other issue or allotment of securities on preferential basis during the year.

**15. Statutory Auditor Certificate:** M/s SATNAM ASSOCIATES Chartered Accountants, Dehradun, the Statutory Auditors of the Company has certified that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2018. A copy of the certificate is kept for inspection at the Registered Office of the Company during the business hours.

**16. Number of persons to whom allotments on preferential basis have already been made during the year, in terms of number of securities as well as price:** No allotment(s) has been made on a preferential basis from the beginning of the year to the date of issue of this notice.

**17. Shareholder's Consent:** Shareholder's Consent is sought pursuant to 62 of the Companies Act, 2013 and in terms of the listing agreement with Stock Exchanges, and SEBI (ICDR) Regulations, to the issue of the abovementioned Warrants, as set out in the Resolution.

The Board recommends the Special Resolution set out at Item No. 2 for the approval of the Members.

The Directors of your Company may be deemed to be concerned or interested to the extent of securities that may be subscribed to by them or their relatives.

**By Order of the Board  
For, Himalaya Food International Limited**

**Place: Delhi**

**Ms Surabhi Maheshwari**

**Date: 30.05.2019**

**Company Secretary**

#### **NOTES AND INSTRUCTIONS**

1. In terms of section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules 2014, the business set out in the notice above is sought to be passed by Postal Ballot.

2. An explanatory statement as required under Section 102 of the Companies Act 2013 stating all material facts and the reasons for the proposal is annexed herewith.

3. The consent of the shareholders is solicited by passing resolutions by way of a Postal Ballot as detailed in Item No. 1 & Item No. 2 of Notice. Notice of this Postal Ballot is being sent to all shareholders/Beneficiaries whose names appear on the Register of Members/Record of Depositories as on Friday, the May 24, 2019 as received from National Securities Depository Limited (NSDL)/Central Depository Services Limited (CDSL). Voting Rights shall be reckoned on the Shares registered in the name of the Shareholders as on that date. A person who is not a Member as on Cut Off date (Record Date) should treat this notice for information purpose only.

4. Resolutions passed by the shareholders by means of Postal Ballot including e-voting is deemed to have been passed at a General Meeting of the shareholders. Voting by Postal Ballot, in the physical form or e voting, can be exercised only by the Shareholder or his/her duly constituted attorney or in case of bodies corporate, the duly authorised person. Voting rights in a Postal Ballot cannot be exercised by a Proxy.

5. Voting period commences on and from Friday, June 7, 2019 and ends on Saturday, July 6, 2019.

6. The result of the voting on the Resolutions will be declared at the Registered Office of the Company at 118, 1st Floor, 12 Gagandeep Building, Rajendra Place, New Delhi-110008 on Monday July 8, 2019 latest by 7.30 pm.

7. Kindly note that the Members can opt for only one mode of voting, i.e., either by Physical Ballot or e-voting. If you are opting for e-voting, then do not vote by Physical Ballot also and vice versa. However, in case Members cast their vote by Physical Ballot and e-voting, then voting done by e-voting shall prevail and voting done through physical ballot will be treated as invalid.

8. The Notice is also placed on the Website of the Company: [www.himalyainternational.com](http://www.himalyainternational.com) and website of CDSL [www.evotingindia.com](http://www.evotingindia.com)

9. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

10. Any query in relation to the Resolution proposed to be passed by Postal Ballot may be sent to: The Company Secretary, 118, 1st Floor, 12 Gagandeep Building, Rajendra Place, New Delhi-110008.

#### **INSTRUCTIONS FOR VOTING BY:**

##### **(A) Physical Postal Ballot Form**

1. A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed envelope on which postage will be paid by the Company which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier, at the expense of the Member will also be accepted. Members are requested to convey their assent or dissent in this Postal Ballot Form only. The assent or dissent received in any other form or manner shall be considered as invalid.

2. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address to which the same needs to be dispatched.

3. The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar / Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with Registrar/Depository) by the first named Member and in his / her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA or enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.

4. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5.00 pm on Saturday, July 6, 2019. Postal Ballot Form received after that date will be strictly treated as if reply from such Member has not been received. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.

5. In case of Equity Shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution/authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.

6. Shareholders are requested not to send any paper (other than the Resolution/ authority as mentioned under instruction above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope, the same would not be considered and would be destroyed by the Scrutinizer.

7. There will be only one Postal Ballot Form for every folio / client ID irrespective of the number of the joint Members. On receipt of the duplicate Postal Ballot Form, the original will be rejected.

8. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during the normal business hours on all working days from the date of dispatch until the last date for receipt of votes by postal ballot/e-voting i.e. Saturday, July 6, 2019.

9. Member may request for a duplicate Postal Ballot Form, if so required or can download the Postal Ballot Form from the Company's website [www.himalyainternational.com](http://www.himalyainternational.com) and the duly completed Postal Ballot Form should reach the Scrutinizer not later than the last date for voting mentioned above.

10. The votes should be cast either in favour of or against by putting the tick (√) mark in the column provided for assent or dissent. Postal Ballot Form bearing (√) in both the columns will render the Form invalid.

### **(B) Voting through electronic means**

In Compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 or any amendment or re-enactment thereof, the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the shareholders to cast their votes electronically. Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL) to facilitate e-voting. The process and instructions for e-voting are as under:

#### **The instructions for shareholders voting electronically are as under:**

(i) The voting period begins on Friday, 7th June, 2019 from 9:00 A.M (IST) and ends on Saturday 6<sup>th</sup> July, 2019 at 5:00 PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 24<sup>th</sup> May 2019 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](http://www.evotingindia.com)

(iii) Click on Shareholders / Members

(iv) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(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](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

|  |  |
|--|--|
|  | For Members holding shares in Demat Form and Physical Form |
|--|--|

|  |   |
|--|---|
| PAN  | <p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>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.</li> <li>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.</li> </ul> |
| Dividend Bank Details OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>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)</li> </ul>   |

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant Himalaya Food International 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 changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows

phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto: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](mailto: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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

(xxi) The voting rights of shareholders shall be in proportion to their shares of the paid up capital of the Company as on the cut-off date i.e. Friday, 24<sup>th</sup> May 2019.

**--ELECTRONIC VOTING PARTICULARS**

| Electronic Voting Sequence Number (EVSN) | USER ID | PAN NO. /SEQUENCE NO. |
|--|---------|-----------------------|
|  |         |                       |

**NOTE:**

- 1) For Instructions, please Refer Postal Ballot Notice.
- 2) Last date for receipt of Postal Ballot Forms by Scrutinizer is Saturday, July 6, 2019, upto 5:00 PM (IST).
- 3) Commencement of E-Voting: Friday, 7<sup>th</sup> June, 2019 from 9:00 A.M (IST) & End of E-Voting: Saturday 6<sup>th</sup> July 2019, at 5:00 PM (IST).



**HIMALAYA FOOD INTERNATIONAL LIMITED**

(Formerly, Himalaya International Limited)

**CIN:** L70102DL1992PLC047399

**Regd. Office:** 118, 1st Floor, 12 Gagandeep Building, Rajendra Place, New Delhi-110008

**Tel.** +91 11 45108609, **Fax:** +91 1704 225178

**E-mail id:** cs@himalyainternational.com | website: www.himalyainternational.com

**POSTAL BALLOT FORM**

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies  
(Management and Administration) Rules, 2014)  
(Please read the instructions carefully before filing this form)

Serial No.:

|   |  |  |
|---|--|--|
| 1 | Name(s) of Member(s)/ Beneficial Owner:<br>(including joint holders, if any, in block letters)               |  |
| 2 | Registered address of the sole / first named:<br>Member / Beneficial Owner                                   |  |
| 3 | Registered Folio No./DP ID*/ Client ID*:<br>(*applicable to investors holding shares in dematerialized form) |  |
| 4 | No. of share(s) held:  |  |

I/We hereby exercise my / our vote in respect of the Special Resolutions to be passed through postal ballot for the business stated in the Notice of Postal Ballot dated June 6, 2019 issued by the Company by sending my / our assent / dissent to the said Special Resolutions by placing the tick mark ( ) in the appropriate column below :

| Sr. No. | Particulars   | No. of shares held | I / We assent to the Resolution (FOR) | I / We dissent to the Resolution (AGAINST) |
|---------|---|--------------------|---------------------------------------|--|
| 1.      | Issue Equity Share on Preferential basis<br>( as detailed in Item No.: 1 of the PB Notice)            |                    |                                       |  |
| 2.      | Issue of convertible warrants on Preferential basis<br>( as detailed in Item No.: 2 of the PB Notice) |                    |                                       |  |

Place: \_\_\_\_\_

Date: \_\_\_\_\_ (Signature of the Member/Beneficial Owner)

\_\_\_\_\_