

# **LSC SECURITIES LIMITED**

(FORMERLY: L.S.E. SECURITIES LIMITED)

CIN:U67120CH2000PLC023244

Regd. Off.: SCO 142-143, 4<sup>th</sup> Floor, Cabin No.111, Sector 34A, Chandigarh-160022

Corp. Off.: First Floor, LSE Building, Feroze Gandhi Market, Ludhiana (Pb.)-141001

Ph. 0172-5065459, 0161-5021018, E-mail: [cs@lssl.com](mailto:cs@lssl.com), Website: [www.lse.co.in](http://www.lse.co.in)

## **NOTICE OF POSTAL BALLOT**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies

(Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given that pursuant to the provisions of the Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("The Act"), read with the Companies (Management and Administration) Rules, 2014 (the "Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to other applicable laws, standards, rules and regulations, if any, LSC Securities Limited ("the Company") hereby seeks your approval for the special business as considered in the resolution appended below through Postal Ballot.

The explanatory statement pertaining to the said resolutions setting out the material facts concerning the items and the reasons thereof, as required in terms of Section 102 of the Act, is annexed hereto along with a Postal Ballot Form (the "Form") for your consideration.

Members exercising their votes by Postal Ballot are requested to carefully read the instructions printed on the Form, record their assent (for) or dissent (against) therein and return the same in original duly completed and signed in the attached self-addressed, postage pre-paid envelope (if posted in India) so as to reach the Scrutinizer not later than the close of working hours i.e. 06:00 p.m. on or before 27<sup>th</sup> May, 2021 (Thursday). Postal Ballot Forms received after that date will be strictly treated as if a reply from such members has not been received.

In the event, the proposed resolutions are assented to by a requisite majority of the members by means of Postal Ballot, it shall be deemed to have been passed on the last date specified for receipt of duly completed Postal Ballot Forms.

### **SPECIAL BUSINESS**

#### **ITEM NO. 01:- TO SHIFT THE REGISTERED OFFICE OF THE COMPANY FROM UNION TERRITORY OF CHANDIGARH TO THE STATE OF PUNJAB**

TO CONSIDER AND, IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

**"RESOLVED THAT** pursuant to the provisions of Section 12, 13 and 110 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rule 30 of the Companies (Incorporation) Rules, 2014 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) and subject to the approval of the Regional Director (Northern Region) or Central Government (power delegated to Regional Director) or any other relevant authority and such other approvals, permissions, consents, sanctions of any regulatory or statutory authorities as may be required in this regard, the consent of the Members of the Company be and is hereby accorded for shifting the Registered Office of the Company from Union Territory of Chandigarh (i.e. from the jurisdiction of the Registrar of Companies, Punjab and Chandigarh) to State of Punjab (i.e. to the jurisdiction of Registrar of Companies, Punjab and Chandigarh)."

**“RESOLVED FURTHER THAT** pursuant to Section 13 and 110 of Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with rules thereto and subject to the confirmation and approval from the Regional Director (Northern Region) or Central Government (power delegated to Regional Director) and/or any other applicable approval of any authority if any, the existing Clause II of the Memorandum of Association of the Company be and is hereby substituted and replaced as hereunder

II. The Registered Office of the Company will be situated in the State of Punjab.”

**“RESOLVED FURTHER THAT** after obtaining necessary and requisite permission / approval of change of Registered Office of the Company from the Regional Director (Northern Region) or Central Government (power delegated to Regional Director) or such other authority as may be required, the Registered Office of the Company be shifted from ‘SCO 142-143, 4<sup>th</sup> Floor, Cabin No. 111, Sector 34A, Chandigarh-160022 to First Floor, LSE Building, Feroze Gandhi Market, Ludhiana-141001, Punjab.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall deem to include any person (s) authorized and/ or Committee which the Board may constitute or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) or any officer so authorised by the Board be and are hereby authorized on behalf of the Company to file applications/ petitions, issue notices, advertisements, appoint counsels, appoint practicing Company Secretary, appoint consultants, obtain order for shifting of the Registered Office, agree to make and accept such conditions, modifications and alterations stipulated by any one of the authorities, statutory or otherwise, while according approval/consent, as may be considered necessary and take such steps and to do such acts, deeds and things as may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

**By Order of the Board of Directors  
For LSC SECURITIES LIMITED**

**Sd/-  
PARMOD GOYAL  
CHAIRPERSON  
(DIN: 00507724)**

**PLACE: CHANDIGARH  
DATE: 26.03.2021**

## **NOTES:**

1. An Explanatory statement pursuant to Section 102 of the Act setting out material facts and reasons for the proposed special resolution is annexed hereto.
2. The Notice is being sent to all the Members, whose names appear in the Register of Members/List of Beneficial Owners as on 17<sup>th</sup> April, 2021 received from our Registrar and Transfer Agent i.e. M/s Beetal Financial & Computer Services Pvt. Ltd. The Notice of Postal Ballot will also be placed on the website of the Company i.e. [www.lse.co.in](http://www.lse.co.in).
3. Members whose names appear on the Register of Members/List of Beneficial Owners as on 17<sup>th</sup> April, 2021 will be considered for the purpose of voting.
4. The result of the Postal Ballot will be announced by the Chairperson or in his absence by any of duly authorized Director(s)/ Company Secretary on 29<sup>th</sup> May, 2021 at 04:00 P.M. at the Registered Office of the Company and will also be posted along with the Scrutinizer's report on the Company's website [www.lse.co.in](http://www.lse.co.in).
5. A copy of each of all the material documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company between 09.30 A.M. to 06.00 P.M on any working day till the last date for receiving Postal Ballot Forms by Scrutinizer i.e. 27<sup>th</sup> May, 2021.
6. The Postal Ballot Form and the self-addressed business reply envelope are enclosed for use of members. Shareholders are requested to carefully read the instructions printed on the back side of the Postal Ballot Form before exercising their vote.
7. The last date specified by the Company for receipt of duly completed Postal Ballot Forms will be taken as the date on which the resolution would be deemed to have passed, if approved by the requisite majority.
8. Resolutions passed by the requisite majority by the Members through Postal Ballot shall be deemed to have been duly passed at a General Meeting convened on that behalf.
9. A member cannot exercise his vote by Proxy on Postal Ballot.
10. The Board of Directors, at its meeting held on 26<sup>th</sup> March, 2021 has appointed Mrs. Tanveer Kaur, Practicing Company Secretary, Ludhiana as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

## **EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013**

### **ITEM NO. 1: TO SHIFT THE REGISTERED OFFICE OF THE COMPANY FROM UNION TERRITORY OF CHANDIGARH TO THE STATE OF PUNJAB**

The Registered Office of the Company is presently situated in Union Territory of Chandigarh at SCO 142-143, 4<sup>th</sup> Floor, Cabin No. 111, Sector 34A, Chandigarh-160022. It is proposed to shift the Registered Office of the Company to the District of Ludhiana in the State of Punjab for ease of administration and to enable the Company to handle its business activities more efficiently and run its business more economically, effectively and conveniently. The shifting of the Registered Office as aforesaid would in no way be detrimental to the interest of any member of the public, employees, shareholders and associates of the Company in any manner. The Jurisdiction of Registrar of Companies will not change with proposed change in Registered Office of the Company and will remain the same i.e under the jurisdiction of Registrar of Companies, Punjab and Chandigarh.

The Board of Directors in their meeting held on 26<sup>th</sup> March, 2021 have approved the shifting of the Registered Office subject to the approval of Shareholders, Regional Director (Northern Region) or Central

Government (power delegated to Regional Director) and other requisite approvals, from SCO 142-143, 4<sup>th</sup> Floor, Cabin No. 111, Sector 34A, Chandigarh-160022 to First Floor, LSE Building, Feroze Gandhi Market, Ludhiana-141001, Punjab.

Pursuant to the provisions of Section 12, 13 and 110 of the Companies Act, 2013 and the Rules thereunder, (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) shifting of the Registered Office of the Company from one State to another and consequent alterations to the Memorandum of Association of the Company requires the approval of the members by way of Special Resolution, which would be subject to the approval of Regional Director (Northern Region) or Central Government (power delegated to Regional Director).

Subsequent to the approval of the members, the requisite application will be made to the concerned statutory authorities including inter-alia Regional Director / Central Government / Ministry of Corporate Affairs for the permission/approval of the change of the place of the Registered Office.

All documents referred to in the Notice and Explanatory Statement are open for inspection at the present Registered Office of the Company on all working days (Monday to Saturday) between 09.30 A.M. to 06:00 P.M. up to 27<sup>th</sup> May, 2021 (Thursday) (i.e. the last date for receiving Postal Ballot forms by Scrutinizer).

Your Board of Directors recommended passing of resolution set out in Item No. 1 as Special Resolution.

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

**By Order of the Board of Directors  
For LSC SECURITIES LIMITED**

**Sd/-  
PARMOD GOYAL  
CHAIRPERSON  
(DIN: 00507724)**

**PLACE: CHANDIGARH  
DATE: 26.03.2021**