

SINNER ENERGY INDIA LIMITED

B 39, Ghanshyam Avenue, 13 Sattar Taluka Society,
Ashram Road, Ahmedabad GJ – 380014
CIN: L99999GJ1995PLC028077

Email Id: sinnerenergy@gmail.com Website: www.sinnerenergy.com
Phone No. 079-27540158 / 86550 12379

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of 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, (hereinafter referred to as “**the Act**”), read together with the Companies (Management and Administration) Rules, 2014 (“**Rules**”) (including any statutory modification or re-enactment thereof for the time being in force) to the Members of **SINNER ENERGY INDIA LIMITED** (hereinafter referred to as “**the Company**”) that the resolutions appended below are proposed to be passed by way of postal ballot / e-voting as the case may be.

The explanatory statement pertaining to the said resolutions setting out the material facts concerning each item and the reasons thereof are annexed hereto alongwith the postal ballot form (hereinafter referred to as “**the Postal Ballot Form**”) for your consideration.

The Board of Directors of the Company has appointed Mrs. Urmila Bohra (ACS-33415), Proprietor of M/s. Urmila Bohra & Associates, Mumbai Practicing Company Secretary, the Scrutinizer, for conducting the postal ballot and e-voting process, in a fair and transparent manner.

The businesses of the postal ballot shall, in addition to physical voting, also be transacted through electronic voting system. Accordingly, the Company in compliance with, Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Section 108 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, is pleased to provide to the Members (whether holding shares in physical or in dematerialized form) the facility to exercise their right to vote on the matter included in the notice of the postal ballot by electronic means i.e. through e-voting services provided by National Securities Depository Limited (NSDL).

The e-voting period commences on 22nd June, 2018 at 9.00 a.m. and ends on 21st July, 2018, at 5.00 p.m. Please read carefully and follow the instructions as printed in this Notice for e-voting.

Those Members, who do not have access to e-voting facility can send their assent or dissent in writing on the Postal Ballot Form attached herewith. Members are requested to carefully read the instructions printed on the Postal Ballot Form and return the Postal Ballot Form duly completed and signed in the attached self-addressed, postage pre-paid business reply envelope, so as to reach the Scrutinizer before the close of the working hours 5.00 p.m. on 21st July, 2018, at the Company's Registrar and Share Transfer Agent namely M/s. Satellite Corporate Services Pvt. Ltd, Unit :- Sinner Energy India Limited, Unit No. 49, Bldg. No. 13-A-B, 2nd Floor, Samhita Commercial Co-Op. Soc. Ltd. Off. Andheri Kurla Lane, MTNL Lane, Sakinaka, Mumbai - 400072. Tel: 022 – 022-28520461 / 62 Website: www.satellitecorporate.com, Email: info@satellitecorporate.com. Please note that any Postal Ballot Form(s) received after 5.00 p.m. on 21st July, 2018 will be treated as not received.

The Scrutinizer will submit her report to the Chairman or in his absence, any Director authorised by the Board, after the completion of the scrutiny of the postal ballots (physical and e-voting). The results of the voting by postal ballot will be announced by the Chairman of the Company or in his absence, any person authorized by him, on 24th July, 2015 at 5.00 p.m. at the Registered Office of the Company and will be displayed on the notice board at the registered office of the Company. The results of the postal ballot will also be posted on the Company's website www.sinnerenergy.com and on the website of National Securities Depository Limited, besides communicating to the stock exchange i.e. BSE Limited.

SPECIAL BUSINESS

ITEM NO. 1. CHANGE IN OBJECT CLAUSE:

To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 4,13,15 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 and Regulations framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force)and subject to the approvals, consents, sanctions and permissions of the Central Government/ Registrar of Companies, Gujarat, Ahmedabad under Ministry of Corporate Affairs / appropriate regulatory and statutory authorities as may be necessary and subject to such terms and conditions as may be imposed

by them, consent of the members of the Company be and is hereby accorded for alteration of the Object Clauses of the Memorandum of Association of the Company in the following manner :-

- (1) Existing Clause No.1 forming part of III-(A) of the Main Objects be deleted and substituted by insertion of new Clauses No. 1 forming part of III-(A)of Main Object of the Memorandum of Association of the Company which is as follows;

To carry on the business of contractors, Builders, Town planners, Infrastructure developers, Estate developers and Engineers land developers, Land Scapers, Estate agents, Immovable property dealers and to acquire, buy, purchase, hire or otherwise lands, buildings, civil works immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows, Malls, Commercial Complex or civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not and to pull down, rebuild, enlarge alter and other conveniences and to deal with and improve, property of the Company or any other Immovable property in India or abroad and to undertake development and project consultancy of infrastructure work on Design, Build, Operate and Transfer (DBOT Basis), Build, Own, Operate and Transfer (BOOT) basis, Build, Operate and Transfer (BOT) basis, Build, Own, Lease and Transfer (BOLT) basis and to carry out the business of generation and trading of Transferable Development Rights and any other rights or entitlements announced by the statutory authorities from time to time, financiers, concessionaries and merchants and to undertake and carry and execute all kinds of financial, commercial, Information Technology enabled, trading, automation and other operations including financing construction projects, building construction, business of sourcing agents, dealers in, exporters and importers of, all types of material used for construction and development activity and other infra structure raw materials, semi finished goods & finish products.

1. Existing Clause No. 2 forming part of III – (B) - the objects incidental or ancillary to the attainment of the main objects, be deleted.
2. Existing Clause Nos. 3 to 49 forming part of III – (B) - the objects incidental or ancillary to the attainment of the main objects of the Memorandum of Association be renumbered as Clause nos. 2 to 48.
3. Existing Clause nos. 53, 54, 57, 62, 64, 65 & 66 forming part of part III – (C) – the Other Objects be deleted.

4. Existing Clause nos. 50 to 78 forming part of part III – (C) – the other objects of the Memorandum of Association be renumbered as Clause nos. 50 to 70.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution and matters flowing from, connected with and incidental to any of the matters mentioned in the aforesaid resolution, the Board be and is hereby authorized on behalf of the Company to take all actions and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient to the alteration in object clause thereof with the Registrar of Companies Gujarat, Ahmedabad and to resolve and settle all questions and difficulties that may arise in the proposed alteration of object clause and to do all acts, deeds and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the shareholders or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

RESOLVED FURTHER THAT the Board be authorized to delegate all or any of the powers conferred by this resolution on it, to any Committee or Sub-Committee of Directors or the Chairman or any other Director(s) or Officer(s) of the Company to give effect to the aforesaid resolution, with the power to such Committee/sub-Committee of the Board to further delegate all or any of its powers/duties to any of its members.”

ITEM NO. 2: CHANGE OF NAME

To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 4, 13, 14 and 15 read with (Incorporation) Rules, 2014, (the “Rules”)and other applicable provisions if any of the companies Act, 2013 read with (Management and Administration) Rules, 2014 (the “rules”) including any statutory modification(s) or re-enactment thereof, for the time being in force and subject to the approval of the Central Government, Registrar of Companies, Gujarat, Ahmedabad under Ministry of Corporate Affairs, Stock Exchanges where the shares of the company are listed and other authorities as may be applicable and subject to such terms, Conditions, amendments or modifications, as may be required or suggested by Statutory authorities, the name of the company be and is hereby changed from **“Sinner Energy India Limited”** to **“Welcon International Limited”** or such other name as may be approved by the Ministry of Corporate Affairs.

RESOLVED FURTHER THAT pursuant to Section 13, 14, 15 and other applicable provisions, if any of the Companies Act, 2013 (including any modification or re-enactment thereof) the name of the Company “**Sinner Energy India Limited**” where ever it appears in the Memorandum and Articles of Association of the company or elsewhere be substituted by the new name “**Welcon International Limited**” or such other name as may be approved by the Ministry of Corporate Affairs.”

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution and matters flowing from, connected with and incidental to any of the matters mentioned in the aforesaid resolution, the Board be and is hereby authorized on behalf of the Company to take all actions and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient to the change of name thereof with the Registrar of Companies, Gujarat, Ahmedabad and stock exchange and to resolve and settle all questions and difficulties that may arise in the proposed change of name and to do all acts, deeds and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the shareholders or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

RESOLVED FURTHER THAT the Board be authorized to delegate all or any of the powers conferred by this resolution on it, to any Committee or Sub-Committee of Directors or the Chairman or any other Director(s) or Officer(s) of the Company to give effect to the aforesaid resolution, with the power to such Committee/sub-Committee of the Board to further delegate all or any of its powers/duties to any of its members.”

3. ITEM NO. 3: SHIFTING OF REGISTERED OFFICE OF THE COMPANY

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

“**RESOLVED THAT** pursuant to the provisions of Section 13(4) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 30 of the Companies (Incorporation) Rules, 2014 and other relevant rules applicable, if any, (including any statutory modification(s) or re-enactments thereof, for the time being in force), and subject to approval of the Central Government or the Regional Director, North Western Region or any other authority as may be prescribed from time to time and subject to such other

approval(s), permission(s) and sanction(s), as may be required under the provisions of the said Act or under any other law for the time being in force, consent of the Shareholders be and is hereby accorded for shifting of Registered Office of the Company from the State of Gujarat to the State of Maharashtra”.

RESOLVED FURTHER THAT upon shifting of the registered office being effective, the existing Clause-II of the Memorandum of Association of the Company be and hereby substituted with the following new clause:

“II. ‘The registered office of the Company will be situated in the State of Maharashtra, i.e., within the jurisdiction of the Registrar of Companies, Maharashtra, at Mumbai.’”

RESOLVED FURTHER THAT the existing Article I (1) (h) of the Articles of Association of the Company be and is substituted with the following new Article:

Article I (1) (h):- “The Registrar” means the Registrar of Companies, Maharashtra at Mumbai

RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the Registered office of the Company be shifted from the B39, Ghanshyam Avenue, 13 Sattar Taluka Society, Ashram Road, Ahmedabad GJ – 380 014 from the state of Ahmedabad, Gajarat to such place in the State of Maharashtra at Mumbai as may be determined by the Board of Directors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter called the “Board”, which term shall be deemed to include any person (s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) or any officers so authorized by the Board be and is hereby authorised on behalf of the Company to agree to and 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 to appoint counsels and advisors, file applications/ petitions, issue notice, advertisements, obtain orders of shifting of Registered Office from the concerned authorities and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company.”

“RESOLVED FURTHER THAT any one of the above Directors or Company Secretary be hereby authorized to certify a copy of this resolution and furnish to all such authorities as may be necessary.

**By Order of the Board of Directors
For Sinner Energy India Limited**

**Sd/-
Mahesh Raut
Managing Director
DIN 00036179**

Place: Mumbai

Dated: 9th June, 2018

Notes:

1. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company offers e-voting option to the Members as an alternative to enable them to cast their votes.
2. The Company has engaged the services of M/s. National Securities Depository Limited (NSDL) for the purpose of e-voting facility to all its members. Members desiring to exercise their vote by using e-voting facility are requested to carefully follow the instructions in the notes under section “voting through electronic means” in the notice.
3. Explanatory Statement for the proposed resolutions mentioned above, pursuant to Section 102 of the Companies Act, 2013 read with Section 110 of the Companies Act, 2013 setting out material facts is appended herewith.
4. A copy of each of the documents referred to in the accompanying Explanatory Statement is open for inspection at the Registered Office of the Company during office hours on all working days, except Saturday and Sunday and other holidays, between 11:00 a.m. and 1:00 p.m. up to the date of declaration of results of postal ballot i.e. 24th July, 2018.
5. The notice, together with the documents accompanying the same, is being sent to all the members, by permitted mode (and electronically by e-mail to those members who have registered their e-mail ids with the Company’s Registrar and share Transfer agents / CDSL/NSDL) whose names appear in the Register of Members/ list of beneficial owners as received from CDSL and NSDL as on the close of working hours on 15th June, 2018 i.e. “the cut-off date”. Any person who acquires shares of the Company and becomes a member of the company after the dispatch of the notice and holding shares

may cast their vote by e-voting. The notice will be displayed on the website of the Company www.sinnerenergy.com and on the website of NSDL.

6. The date of dispatch of the notice and the Explanatory Statement will be announced through advertisement in the following newspapers: - (i) Financial Express in English language and (ii) Financial Express in Gujarati language having wide circulation in the district where the Registered Office of the Company is situated.
7. The Company has appointed Mrs. Urmila Bohra (ACS- 33415), Proprietor of M/s. Urmila Bohra & Associates, Mumbai Practicing Company Secretary, the Scrutinizer, for conducting the postal ballot and e-voting process, in a fair and transparent manner.
8. The Postal Ballot form together with the self-addressed business reply envelope is enclosed for the use of the members. Members voting in physical form are requested to carefully read the instructions printed on the enclosed Postal Ballot form. Members who have received the postal ballot notice by e-mail and who wish to vote through the postal ballot form can download the postal ballot form from the Company's corporate website www.sinnerenergy.com or seek duplicate postal ballot form from M/s. **Satellite Corporate Services Pvt. Ltd**, the Registrar and Share Transfer Agent or Registered Office of the Company. Members shall fill in the requisite details and send the duly completed, and signed postal ballot form in the enclosed self addressed postage pre-paid envelope to the Scrutinizer before the close of working hours i.e. 5.00 p.m. on 21st July, 2018. The postage cost will be borne by the Company. However, envelopes containing Postal Ballots, if sent by courier or registered post / speed post at the expense of the Members will also be accepted. Assent / Dissent received after 5.00 p.m. on 21st July, 2018, would be strictly treated as if reply from the Members has not been received.
9. Incomplete, unsigned, improperly or incorrectly tick marked postal ballot forms will be rejected. There will be only 1 (one) postal ballot form for every registered folio / client ID irrespective of the members of joint Members.

The postal ballot form should be completed and signed by the member as per specimen signature registered with the Company and/or furnished by the Depositories. In case, shares are jointly held, this form should be completed and signed by the first named Member and, in his/her absence, by the next named Member. Holder(s) of Power of Attorney ("POA") on behalf of a Member may vote on the postal ballot mentioning the registration number of the POA with the Company or enclosing a copy of the POA authenticated by a notary. In case of shares held by companies, societies etc., the duly completed postal ballot form should be accompanied by a certified copy of the board resolution/ authorization giving the requisite authority to the person voting

on the postal ballot form. The Scrutinizer will submit her report to the Chairman after completion of the scrutiny of the postal ballots including e-votes submitted. The Scrutinizer's decision on the validity of the votes (including e-votes) shall be final. The results of the postal ballot including e-voting will be announced on 24th July, 2018 at the Registered office of the company situated at B 39, Ghanshyam Avenue, 13 Sattar Taluka Society, Ashram Road, Ahmedabad GJ – 380 014.

10. The results, together with the Scrutinizer's Report, will be displayed at the registered Office of the Company and on the website of Company (<https://www.sinnerenergy.com>), besides being communicated to BSE Limited and the National Securities Depository Limited. The result of the Postal Ballot shall also be announced through newspaper advertisement. In the event, the resolutions are assented to by the requisite majority of Members by means of Postal Ballot, the date of declaration of Postal Ballot result shall be deemed to be the date of passing of the said resolutions.

11. Kindly note that the Members can opt only one mode for voting i.e. either by physical ballot or e-voting. If you are opting for e-voting, then do not vote by physical and vice versa. However, in case Member(s) cast their vote both via physical ballot and e-voting, then voting validly done through e-voting shall prevail and voting done by physical ballot shall be treated as invalid.

12. The vote on postal ballot cannot be exercised through proxy.

13. Voting through electronic means:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / Depository Participants(s)]:

(i) Open email and open PDF file viz; **"Sinner Energy India Limited e-Voting.pdf"** with your Client ID or Folio No. as password.

The said PDF file contains your user ID and password / PIN for e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL:
<https://www.evoting.nsdl.com>

(iii) Click on Shareholder – Login

(iv) Put user ID and password as initial password / PIN noted in step (i) above. Click Login.

(v) Password change menu appears.

Change the password / PIN with new password of your choice with minimum 8 digits / characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vi) Home page of e-voting opens. Click on e-voting: Active Voting Cycles.
- (vii) Select “EVEN” of Sinner Energy India Limited.
- (viii) Now you are ready for e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to urmila.bohra2@gmail.com with a copy marked to evoting@nsdl.co.in.

B. In case a Member receives physical copy of the Postal Ballot Notice [for members whose email IDs are not registered with the Company / Depository Participant(s)] or requesting physical copy:

- (i) Initial password is provided at the bottom of the Attendance Slip for the Postal Ballot Form: EVEN (E-voting Event Number) USER ID PASSWORD/PIN.
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) Above, to cast vote.

OTHER INSTRUCTIONS

- I. 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 Downloads section of www.evoting.nsdl.com.
- II. If you are already registered with NSDL for e-voting then you can use your existing user ID and password /PIN for casting your vote.
- III. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 15th June, 2018, are entitled to vote on the Resolutions set forth in this Notice.**
- V. The remote e-voting period will commence at 9.00 a.m. on 22nd June, 2018 and will end at 5.00 p.m. 21st July, 2018. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 15th June, 2018, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 15th June, 2018.
- VII. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares may obtain the login ID and password by sending an email to sinnerenergy@gmail.com or evoting@nsdl.co.in by mentioning their Folio No. /DP ID and Client ID No. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/Password" option available on www.evoting.nsdl.com.
- VIII. The Scrutinizer shall, immediately after the conclusion of voting through postal ballot, count the votes cast through postal ballot, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall within 3 days of conclusion of the voting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.
- IX. The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and shall be communicated to BSE Limited.
- X. This Notice has been updated with the instructions for voting through electronic means as per the Amended Rules 2015.

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

ITEM 1 & 2:

The Company has been primarily engaged in the business of manufacturing, distributing, Generating and Selling Electrical/Agro Energy power including power transmission any power generation through Hydro-Electric, Thermal-Power, Atomic Power, Agro based power, fuel and other sources of Energy and Solar Energy or through wind mill power generation station.

The Board of Directors from time to time has always considered the proposals for diversification into the areas which would be profitable for the Company.

For this purpose, the object clause of the Company which is presently restricted its scope, required to be so made out to cover a wide range of activities to enable your company to consider embarking upon new projects and activities.

Therefore as a part of diversification plans, for further growth of the Company and for increasing operations and profits of the Company, the Board has decided to extend its scope of working in the areas of Construction and allied areas of operations on its own or joint venture with others.

The Board of Directors after due consideration has decided to delete existing Clause no 1, forming part of III-(A) of the Main Objects and substituted by insertion of new Clause 1 forming part of III-(A) of Main Object of the Memorandum of Association of the Company.

Pursuant to Section 13 And other applicable provisions if any of the Companies Act, 2013, alteration of the Objects Clause and commencement of new business activities require approval of the members of the Company by way of passing a Special Resolution and particulars of the same are required to be filled with the concerned Registrar of Companies who shall certify the same.

The proposed amendment to the Other Objects Clause will enable the Company to carry on the new activities, which may conveniently or advantageously be combined with the business of the Company, as envisaged in Section 13 of the Companies Act, 2013.

Also Section 110 of the Companies Act, 2013 read with the Companies (Management And Administration) Rules, 2014 stipulates that the consent of the members of the company for the matter is required to be obtained through Postal Ballot.

Therefore as a part of diversification plans and to avail the benefit of the Current economic scenario, for further growth of the Company and for increasing

operations and profits of the Company, the Board has decided to extend its scope of working.

The Company proposes to Change the name from **“Sinner Energy India Limited Ltd”** to **“Welcon International Limited”** to bring in line with the proposed change in Object Clause of the Company or such other name as may be approved by the Ministry of Corporate Affairs.

The Companies Act, 2013 requires the Company to obtain the approval of members for the change of name of the Company by way of Special Resolution.

Further in view of the change in object clauses of the Company the Board of Directors of the company decided to change the name of the Company as the old name is not in line with the revised objectives of the company. Hence in order to ensure that the name of the Company adequately reflects the business being carried on by the Company. Accordingly it is proposed to appropriately change the name of the Company from **“Sinner Energy India Limited Ltd”** to **“Welcon International Limited”** or such other name as may be approved by the Ministry of Corporate Affairs.

The proposed change of name requires the approval of shareholders through special resolution pursuant to the provisions of section 13, 14 and 15 of the Companies Act, 2013.

The proposed amendment to the Name clause will reflect the activities to be carried on by the Company.

The alteration of object clause of Memorandum of Association as set out in the resolution is to facilitate diversification. This will carry out the business more economical and efficiently.

The draft copy of Memorandum and Articles of Association of the Company shall be open for inspection at the Registered Office of the Company during office hours on all working days, except Saturday and Sunday and other holidays, between 11:00 a.m. and 1:00 p.m. up to the date of declaration of results of postal ballot i.e. 24th July, 2018.

The amendment shall be effective upon the Registration of the Resolution with the Registrar of Companies Gujarat, Ahmedabad.

The proposed amendment to the Name Clause will reflect the activities to be carried on by the company.

Pursuant to Section 13 / 14 of the Companies Act, 2013, alteration of the Name Clause of the Memorandum and Articles of Association of the Company requires

approval of the members of the Company by way of passing a Special Resolution to that effect.

The Board of Directors accordingly recommends the resolution set out at Item No. 1 & 2 of the accompanying Notice for the approval of the Members.

None of the Directors and Managers of the Company and Key Managerial Personnel and their relatives is concerned in any way or interested in the resolution.

Your Directors commend the resolution for your approval as a Special Resolution.

ITEM 3:

The Company was incorporated as a Limited Company on 22nd February, 1995 under the name M/s Sinner Energy Limited. The Company was engaged in business of manufacturing, distributing, Generating and Selling Electrical/Agro Energy power including power transmission any power generation through Hydro-Electric, Thermal-Power, Atomic Power, Agro based power, fuel and other sources of Energy and Solar Energy or through wind mill power generation station.

Presently, the Company's Registered Office is located at Ahmedabad, in the State of Gujarat. The Board of Directors of the Company at their meeting held on 09th June, 2018 has proposed to shift the Registered Office of the Company from the State of Gujarat" to the "State of Maharashtra".

Further the Company is having an office in Mumbai and majority of the operational activities are being carried out from Mumbai. Further most of the staff is located at Mumbai

The Shifting of Registered office will facilitate improvement in the business of the Company which will assist the Company to function more economically, efficiently and with better operational and administrative convenience. Further, Mumbai is a hub of Financial Services Industry and it will facilitate smooth and regular interface with the key regulatory bodies. The proposed transfer will facilitate the Company to make optimum utilization of the opportunities available in the State of Maharashtra, the set targets and objectives, which would be in the interest of the Company and its members.

Change of Registered Office will not be prejudicial to the interest of any employees, shareholders, creditors or any other stakeholders.

As per provisions of Section 13(4) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, such shifting of Registered Office requires the Company to alter Memorandum of Association and Article of Association of the Company and to obtain necessary approval of the Members, Central Government or the Regional Director, North Western Region or any other relevant authorities.

Accordingly, it is proposed that Clause II of the Memorandum of Association and Article I(1)(h) Article of Association of the Company should be amended to reflect that the registered office of the Company be situated in the State of Maharashtra and all the material documents related to this item will be available for inspection at the Registered Office of the Company.

Your Directors recommend the resolution proposed at Item No.3 for the approval of Shareholders by way of special resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice except to the extent of their Directorship.

**By Order of the Board of Directors
For Sinner Energy India Limited**

Sd/-

**Mahesh Raut
Managing Director
DIN 00036179**

Place: Mumbai

Dated: 9th June, 2018

SINNER ENERGY INDIA LIMITED

B 39, Ghanshyam Avenue, 13 Sattar Taluka Society, Ashram Road,
Ahmedabad GJ – 380 014 CIN: L99999GJ1995PLC028077

Email Id: sinnerenergy@gmail.com Website: www.sinnerenergy.com

Phone No. 079-27540158 / 86550 12379

POSTAL BALLOT FORM

Sr. No. :

1. Name & Registered Address of the :
Sole/first named Member
2. Name(s) of the Joint Holder(s), if any :
3. Registered Folio No./DP ID & Client ID No.:
4. No. of Shares held :
5. I/ We hereby exercise my/ our vote in respect of the following Special resolutions to be passed through Postal Ballot for the businesses stated in the Notice of Postal Ballot dated 09th June, 2018 of the Company, by sending my/ our assent or dissent to the said resolutions by placing a tick (√) mark at the appropriate box below:

Sr. no.	Description	No. of Shares	Type of the Resolution	(For) I/We assent to the Resolution	(Against)I/We dissent to the Resolution
1.	Change in Object clause of the company		Special		
2.	Change of Name of the Company		Special		
3.	Shifting Of Registered Office Of The Company		Special		

Place :

Date :

Signature of the Member/Beneficial Owner

Last date for receipt of Postal Ballot Form by the Scrutinizer: 21st July, 2018 by 5:00 p.m. (IST)

EVEN (Electronic Voting Event Number)	User ID	*Default PAN / Password

* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN Field.

Note:

1. If the voting rights are exercised electronically, there is no need to use this form.
2. Please read the instructions overleaf before exercising your vote. For E-voting instructions, kindly refer the Notice of Postal Ballot.

IMPORTANT INSTRUCTIONS:

1. This ballot form ("Postal Ballot Form") is provided for the benefit of Members who do not have access to E-voting facility, to enable them to send their assent or dissent by post for the resolution(s) included in the Notice.
2. A Member can opt for only one mode of voting i.e. either through Postal Ballot Form or E-voting. If a Member casts votes by both modes, then the voting done through E-voting shall prevail and the Postal Ballot Form shall be treated as invalid.
3. A Member desiring to exercise vote through Postal Ballot Form should complete the Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed postage prepaid business reply envelope properly sealed. The postage will be borne and paid by the Company. Envelopes containing Postal Ballot Form, if sent in person or by courier or by registered / speed post at the expense of the Member, will also be accepted.
4. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address where the Postal Ballot Form needs to be posted.
5. The Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company/Registrar & Share Transfer Agents/Depository Participant). In case of joint holding, the form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
6. Unsigned, incomplete, improperly or incorrectly tick marked postal ballot forms will be rejected. A form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or the votes in favour or against or of the signature cannot be verified.
7. Postal Ballot Forms received after 5:00 p.m. (IST) on 21st July, 2018 will be strictly treated as invalid / as if the reply from the Member has not been received.
8. The consent must be accorded by recording the assent in the column "FOR" and dissent in the column "AGAINST" by placing a tick mark () in the appropriate column.
9. Voting rights shall be reckoned on the paid up value of shares registered in the name(s) of the Members as per the Register of Members / Beneficial Owners as per the records maintained by the depositories as on 15th June, 2018.
10. In case the equity shares are held by bodies corporate, trusts, societies, etc. or by persons authorized under power of attorney, the Postal Ballot Form signed in representative capacity must be accompanied by a certified true copy of the resolution of the Board of Directors of the body corporate concerned or by an attested true copy of the power of attorney authorizing such person, as the case may be, along with the specimen signature of the said authorized representative or power of attorney holder. If the same is/are already registered with the Company/Registrar and Share Transfer Agent/Depository Participant, please quote the registration no. beneath the signature. Where the Postal Ballot Form has been signed by a representative of the President of India or by the Governor of a State, a certified true copy of the nomination should accompany the Postal Ballot Form.
11. The Members are requested not to send any other document along with the Postal Ballot Form in the enclosed self addressed envelope as all such envelopes will be delivered to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. The Scrutinizer's decision on the validity of postal ballot will be final.