

July 04, 2020

**Listing Department,
The National Stock Exchange of India,
Exchange Plaza, C-1 Bandra Krla Complex,
Bandra (E), Mumbai- 400051,**

**Department of Corporate Services,
The BSE Limited,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai- 400001,**

NSE Symbol: SALASAR**BSE Scrip Code: 540642****Submission of Notice of Postal Ballot - Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sirs,

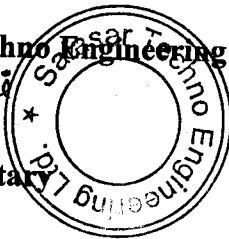
Further to our letter dated 29.06.2020, we enclose in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015, please find enclosed herewith a copy of the Notice of Postal Ballot of the Company dated June 29, 2020, together with the explanatory statement thereto, seeking approval of members of the Company, through Postal Ballot (e-voting only) for approving the issue & allotment of 10,00,000 fully convertible warrants at a price of Rs. 171/- per warrants to persons belonging to Non-Promoter group.

The voting through Postal Ballot (e-voting only) will commence on Monday, 06th July 2020 at 09:30 a.m. (IST) and will end on Tuesday, 04th August, 2020 at 05:00 p.m. (IST).

The said notice of Postal Ballot is also available on the website of the Company i.e. www.salasartechno.com.

This is further inform that results of the Postal Ballot will be announced on Wednesday, 05th August, 2020.

You are requested to take the same on record

Thanking You,**Yours faithfully,****For Salasar Techno Engineering limited,**
Rahul Rastogi**Company Secretary****ACS No. 30320****CIN No. - L23201DL2001PLC174076**

Unit 1- Khasra 265, 281-283, Parsaun-Dasna, Jindal Nagar, Distt Hapur-201313
Unit 2- Khasra 1184,1185, Khera, Pilkhuwa, Tehsil Dhaulana, Distt. Hapur-245304
Unit 3- Khasra 686/6, Khera, Pilkhuwa, Tehsil Dhaulana, Distt. Hapur-245304
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SALASAR TECHNO ENGINEERING LIMITED

(CIN: L23201DL2001PLC174076)

Regd. Off.: E-20, South Extension I, New Delhi-110049, India

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 Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 read with 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) and in terms of the General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 22/2020 dated June 15, 2020 issued by the Ministry of Corporate Affairs (the 'MCA Circulars'), and other applicable laws and regulations for the time being in force for transacting the Special Business by the members of Salasar Techno Engineering Limited (the '**Company**') by passing the Resolutions appended below for approval by way of Postal Ballot / Electronic Voting (**e-voting**).

The Board of Directors at its meeting held on Monday, 29th June 2020, has appointed M/s DeepikaMadhwal& Associates(ACS No. 31234, C.P. No. 14808),Practicing Company Secretaries, as scrutinizer for conducting the postal ballot (e-voting process) in a fair and transparent manner. This notice is being sent to all members / beneficiaries whose names appear on the Register of Members / Record of Depositories as on **Cut-of-date i.e. Friday, 26th June, 2020.**

The proposed resolutions and explanatory statement stating material facts, as required under Section 102 of the Companies Act 2013, are annexed herewith for consideration of the members (**the 'Form' or the 'Postal Ballot Form'**). The members are requested to peruse the proposed resolution along with the explanatory statement and carefully read the instructions and cast a vote through e- voting facility not later than on **Tuesday, 04th August, 2020 at 5:00 P.M.(IST).** Members are requested to read the notes to the Notice of Postal Ballot and instructions given thereunder for e-voting purpose.

SPECIAL BUSINESS:

ITEM NO 1 - ISSUANCE OF 10,00,000 FULLY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO NON PROMOTER CATEGORY

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 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debenture) Rules, 2014 and other relevant rules made there under (including any statutory modification(s) thereto or reenactment thereof for the time being in force), enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of the Listing Agreement entered into by the Company with the Stock Exchange(s) where the shares of the Company are listed (“Stock Exchange(s)”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), including the SEBI (Issue of Capital And Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, SEBI (Substantial Acquisitions and Takeovers) Regulations, 2011 and any amendment thereof and subject to the approvals, consents, permissions and/ or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or, modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the Board of Directors of the Company (hereinafter referred to as the “Board” which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred by this resolution), the consent of the members be and is hereby accorded to the Board to offer, issue and allot upto **10,00,000 (Ten Lakhs only) Fully Convertible Warrants (“Warrants”)** to be convertible at an option of Warrant holder in one or more tranches, within 18 (Eighteen) months from its allotment date into equivalent number of fully paid up Equity Shares of face value of Rs.10/- (Rupees Ten only) each for cash **at an issue price of Rs. 171/- per warrant (Rupees One Hundred and Seventy One only)** or such other higher price as may be determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations and to issue fresh Equity Shares on the conversion of Warrants on such terms and conditions as may be finalized by the Board of Directors, to the persons belonging to the Non Promoter category:

Sl. No.	Name of the Proposed Allottees	No.of warrants to subscribe
1.	M/s Shri Balaji Investments (Shares to be Jointly held by Mrs.Seema Goel, Mrs. Preeti Singhania and Mr. Vineet Agarwal on behalf of the partnership Firm)	4,00,000
2.	M/s 7M Developers LLP	4,00,000
3.	Mr. Vipin Kumar Agarwal	50,000
4.	Mr. Onkar Nath Agarwal	1,50,000
Total		10,00,000

RESOLVED FURTHER THAT the Relevant Date, as per the provisions of Chapter V of the SEBI (ICDR) Regulations, 2018 for the determination of issue price of Warrants is Friday, July 03, 2020, which is 30 days prior to the last date for receipt of postal ballot i.e. 04th August,2020.

RESOLVED FURTHER THAT aforesaid issue of Warrants shall be subject to the following terms and conditions:

- a) Each Warrant held by the Proposed Warrant Allottee (“**Warrant Holder**”) shall entitle them to apply for and obtain allotment of one Equity Share at any time after the date of allotment but on or before the expiry of 18 (eighteen) months from the date of allotment (the “**Warrant Exercise Period**”).
- b) The Proposed Warrant Allottee shall, on or before the date of allotment of Warrants and after the shareholders’ approval, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI (ICDR) Regulations, 2018. The balance 75% of the Issue Price shall be payable on or before the conversion of said Warrants into Equity Shares, within a maximum permissible period of 18 months from the date of allotment thereof
- c) Warrants, being allotted to the persons belonging to Non Promoter Category and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock in for such period as may be prescribed by the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- d) Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.

- e) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the respective Proposed Warrant Allottees.
- f) In the event the Warrant Holder(s) do not exercise Warrants within the Warrant Exercise Period, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- g) The Warrants by itself until converted into Equity Shares, do not give to the Warrant Holder any voting rights in the Company in respect of such Warrants.
- h) The Equity Shares so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank *paripassu* in all respects including dividend, with the existing Fully Paid up Equity Shares of face value of Rs. 10/- each of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Board/Committee(s) of the Board and the Company Secretary of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Warrant holder, applications to Stock Exchanges, filing of requisite documents with the Registrar of Companies, Depositories and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, of the said Warrants, including making an offer to the proposed warrant allottee through private placement offer letter, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter(s) referred or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.

**By Order of the Board
For Salasar Techno Engineering Limited**

**Date: 29.06.2020
Place: New Delhi**

**Rahul Rastogi
Company Secretary**

NOTES:

1. In view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, Ministry of Corporate Affairs, Government of India (the “MCA”) in terms of the MCA Circulars, has advised the companies to take all decisions requiring members’ approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. MCA has clarified that for companies that are required to provide e-voting facility under the Act, while they are transacting any business(es) only by postal ballot up to September 30, 2020 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Rules as well as the framework provided in the MCA Circulars will be applicable mutatis mutandis. Further, the Company will send Postal Ballot Notice by email to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.
2. Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the shareholders for this Postal Ballot and the shareholders are required to communicate their assent or dissent through the remote e-voting system only.
3. The shareholders who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

Pursuant to the aforesaid Circular issued by Ministry of Corporate Affairs, for remote e-voting for this Postal Ballot, shareholders who have not registered their email address and in consequence the e-voting notice could not be serviced to them may temporarily get their email address registered with the Company’s Registrar and Share Transfer Agent, Bigshare Services Private Limited. Shareholders may write the request to compliance@salasartechno.com and yksinghal@bigshareonline.com for the same. Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot

4. The Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts pertaining to the Resolution is annexed hereto along with the Postal Ballot Form for your consideration.

5. The Postal Ballot Notice is being sent by email to all the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on June 26, 2020 (the 'cut-off date') and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited ("RTA").
6. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/ Beneficial Owners maintained by the Depositories as on cut-off date i.e. Friday, 26th June, 2020
7. The Postal Ballot Notice and Postal Ballot Form would also be made available on the website of the Company at www.salasartechno.com.
8. Members whose name appear on the Register of Members/ Beneficial Owners maintained by the Depositories as on cut-off date i.e. Friday, 26th June 2020 will only be considered for the purpose of voting.
9. After the lockdown is lifted by the Central/State governments, statutory/ regulatory and other administrative authority, relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection at the Registered Office and the copies thereof at the Corporate Office of the Company during normal business hours (between 11.00 A.M. to 1.00 P.M.) on all working days upto and including the date of declaration of the results of Postal Ballot. The relevant documents will also be made available on the website of the Company during the abovementioned period.
10. In compliance with the provisions of Sections 108 and 110 of the Act, read with the Companies (Management and Administration) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Company is pleased to offer e-voting facility as an option to all the Members, to enable them to cast their votes electronically. The Company has appointed Bigshare services Private Limited for facilitating e-voting to enable the members to cast their votes electronically (hereinafter referred to as the "Remote e-voting").
11. Please note the pursuant to the MCA Circular voting by members can only be through e-voting.

12. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on cut-off date i.e. Friday, 26th June 2020.
13. There will be one e-vote for every Folio/Client ID irrespective of the number of joint holders.
14. The e-voting period commences at 9:30 a.m. (IST) on Monday, 06th July, 2020 and ends at 5:00 p.m. (IST) on Tuesday, 04th August, 2020. The e-voting module shall be disabled beyond said time and date.
15. In accordance with provisions of the Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, if approved with requisite majority, the Resolution shall be deemed to have been passed on the last date specified by the Company for receipt of duly completed Postal Ballot e-voting i.e. Tuesday, 04th August, 2020.
16. The Scrutinizer will submit his report to the Chairman & Managing Director of the Company or any other person authorized by him, after taking into consideration votes cast through e-voting. Based on Scrutinizer’s Report the result of the voting will be announced on Wednesday, 05th August, 2020 at the Registered Office of the Company and will be communicated to the stock exchanges. The result along with Scrutinizer’s Report will be placed on the website of the Company at www.salasartechno.com and on the website of CDSL at www.evotingindia.com. The said results shall also be displayed on the Notice Board of the Company for the period of five days from the date of intimation of said results to Stock Exchanges.
17. The Scrutinizer’s decision on the validity of e-voting will be final.
18. In the event of any grievance relating to e-voting, the Company has designed an exclusive e-mail ID viz. compliance@salasartechno.com to enable the investors to register their Complaints, if any.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Monday, 06th July 2020 (09:00 a.m.) and ends on Tuesday, 04th August, 2020 (5:00 p.m.). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 26th June, 2020 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.
- (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 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"> • 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. • 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.
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"> • 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).

- (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 Salasar Techno Engineering 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 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.
 - 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 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, under help section or write an email to helpdesk.evoting@cdslindia.com

By Order of the Board
For Salasar Techno Engineering Limited

Date: 29.06.2020
Place: New Delhi

Rahul Rastogi
Company Secretary

EXPLANATORY STATEMENT
(Pursuant to section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (Act), the following explanatory statements set out all material facts relating to the businesses mentioned under Item nos. 1 to 2 of the accompanying Notice:

The Special Resolutions contained in the Postal Ballot Notice, have been proposed pursuant to the provisions of Sections 42, 62 of the Companies Act, 2013, to issue and allot 10,00,000 Fully Convertible Warrants (FCWs) of Rs.10/- each to the persons belonging to Non-Promoter Category in terms of Chapter V of SEBI (ICDR) Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in their meeting held on January 29, 2020.

The Share Warrants issued pursuant to the abovementioned resolutions shall be subject to lock-in in accordance with Regulations 78 and 79 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended, or Regulations 167 and 168 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be applicable. However, subject to the aforesaid lock-in, the Equity Shares shall be transferable and transmittable in the same manner and to the same extent as permitted under applicable laws, and shall be subject to the same restrictions and limitations as any other equity shares of the Company.

The disclosures prescribed under the Companies Act, 2013 and Regulation 73 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended, or Regulation 163 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be applicable, in respect of the Resolution proposed at Item No. 1 are as follows:

a. The objects of the preferential issue:

The Company requires infusion of funds to augment the long-term funding needs of the Company viz., to support the expansion of business, working Capital requirements and for general corporate purposes, accordingly in order to finance the said fund requirement, the Company proposes to issue and allot FCWs on Preferential basis.

b. Intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer.

Below- mentioned persons belonging to Non-Promoter Category intend to subscribe the Fully Convertible Warrants:

Sl. No.	Name of the Proposed Allottees	No.of warrants to subscribe
1.	M/s Shri Balaji Investments (Shares to be Jointly held by Mrs.Seema Goel, Mrs. Preeti Singhania and Mr. Vineet Agarwal on behalf of the partnership Firm)	4,00,000
2.	M/s 7M Developers LLP	4,00,000
3.	Mr. Vipin Kumar Agarwal	50,000
4.	Mr. Onkar Nath Agarwal	1,50,000
Total		10,00,000

None of the promoters, directors or key management personnel has shown their intention to subscribe the proposed issue.

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

The shareholding pattern of the Company before and after the proposed preferential issue is likely to be as follows:

Category	Pre Issue Shareholding Structure		Post issue Shareholding Structure*	
	No. of Shares	% of Shares	No. of Shares	% of Shares
(A) Promoter and Promoter Group				
(1) Indian				
(a) Individuals/HUF	51,65,000	38.88	51,65,000	36.16
(b) Central Govt./State Govt.	-	-	-	-
(c) Bodies Corporate	47,91,300	36.06	47,91,300	33.54
(d) Financial Institutions/Banks	-	-	-	-
Sub Total (A)(1)	99,56,300	74.94	99,56,300	69.70
(2) Foreign				
(a) Individuals (NRIs/ Foreign Individuals)	-	-	-	-
(b) Bodies Corporate	-	-	-	-
(c) Institutions	-	-	-	-
Sub Total (A)(2)	-	-	-	-

Total shareholding of Promoter & Promoter Group (A) = (A)(1) + (A)(2)	99,56,300	74.94	99,56,300	69.70
(B) Public				
(1) Institutions				
(a) Mutual Funds	-	-	-	-
(b) Venture Capital Funds	-	-	-	-
(c) Alternate Investment Funds	-	-	-	-
(d) Foreign Venture Capital Investors	-	-	-	-
(e) Foreign Portfolio Investors	21,300	0.16	21,300	0.15
(f) Financial Institution/Banks	8,974	0.07	8,974	0.06
(g) Insurance Companies	-	-	-	-
(h) Provident Fund/Pension Funds	-	-	-	-
Sub Total (B)(1)	30,274	0.23	30,274	0.21
(2) Central/State Government(s)				
Sub Total (B)(2)	-	-	-	-
(3) Non-Institutions				
(a.1) Individuals-i. Individuals shareholders holding nominal share capital up to Rs. 2 lakhs	22,48,533	16.93	22,48,533	15.74
(a.2) Individuals-ii. Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	2,79,855	2.11	4,79,855	3.36
(b) NBFCs	-	-	-	-
(c) Employee Trusts	-	-	-	-
(d) Overseas Depositories (holding DRs) (balancing figure)	-	-	-	-
(e) Any Others	7,70,302	5.80	15,70,302	10.99
Sub Total (B)(3)	32,98,690	24.83	42,98,690	30.09
Total Public Shareholding(B) = (B)(1)+(B)(2)+(B)(3)	33,28,964	25.06	43,28,964	30.30
Total	1,32,85,264	100.00	1,42,85,264	100.00

**The above post-issue shareholding is prepared assuming the conversion of convertible warrants issued pursuant to resolution at item No.1 into equity shares*

d. Proposed time limit within which the allotment shall be completed:

In terms of Regulation 170 of the SEBI ICDR Regulations, preferential allotment of warrants will be completed within a period of 15 (fifteen) days from the date of passing of special resolution.

Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

e. The name of the proposed allottees of the issue and the percentage of post preferential issue capital that may be held by them:

1. Names of the proposed Allottees and percentage of post preferential issue capital that may be held by them:

Name of the Proposed Allottee	Category	Present Pre-issue Shareholding		Proposed No. of Warrants to be allotted	Post issue of Shareholding**	
		No of Shares Held	% of Shares		No of Shares Held	% of Shares
M/s Shri Balaji Investments* (Shares to be Jointly held by Mrs.Seema Goel, Mrs. Preeti Singhania and Mr. Vineet Agarwal on behalf of the partnership Firm)	Non Promoter Group	-	-	4,00,000	4,00,000	2.80
M/s 7M Developers LLP		-	-	4,00,000	4,00,000	2.80
Mr. Vipin Kumar Agarwal		-	-	50,000	50,000	0.35
Mr. Onkar Nath Agarwal		-	-	1,50,000	1,50,000	1.05

***Mr. Vineet Agarwal and Ms. Khushboo Agarwal, one of the Partners & Beneficial owners of M/s Shri Balaji Investments, holds 5,372 & 5,000 shares, respectively in their personal capacity.*

***The above post-issue shareholding is prepared assuming the conversion of convertible warrants issued pursuant to resolution at item No.1 into equity shares.*

- The identity of Natural Persons who are the ultimate beneficial owners of the Fully Convertible Warrants proposed to be allotted and/ or who ultimately control the proposed allottees is as follows:

Name of the Proposed Allottee	Name of the ultimately Beneficial owners*	% of Post-Preferential Issue
M/s Shri Balaji Investments	Mrs. Seema Goel, Mrs. Preeti Singhania, Mr. Vineet Agarwal and Mrs. Khushboo Agarwal	2.80
M/s 7M Developers LLP	Mr. Ashu Goel and Mrs. Shalini Goel	2.80
Mr. Vipin Kumar Agarwal	-	0.35
Mr. Onkar Nath Agarwal	-	1.05

** These are the ultimate controlling Authority*

f. Consequential Changes in the Voting Rights and Change in Management

As a result of the proposed preferential issue of Warrants and upon conversion of the Warrants, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

g. Lock-in Period:

- The Fully Convertible Warrants to be issued on a preferential basis to the persons belonging to Non- Promoter Group, pursuant to exercise of options against each Warrants, shall be subject to lock-in' for a period of One year from the date of trading approval for such Equity Shares in accordance with Regulation 167(2) of the SEBI (ICDR) Regulations.
- The entire pre-preferential allotment shareholding, if any, of the proposed allottees, shall be locked-in from the Relevant Date up to a period of six months from the date of trading approval as per Regulation 167(6) of the SEBI ICDR Regulations.

h. Re-computation of Issue Price:

The Board of Directors of the Company undertake that:

Since the Company's Equity Shares are listed and traded for a period more than twenty six weeks, therefore, there is no need for the Company to re-compute the price of Equity Shares in terms of the provisions of the SEBI (ICDR) Regulations, 2009.

i. Issue price and relevant date:

In terms of Regulation 161 of SEBI ICDR Regulations, the Relevant Date has been reckoned as Friday, July 03, 2020, i.e., 30 days prior to the Last date of Postal Ballot Tuesday, 04th August 2020. Since, the Equity Shares of the Company are listed on BSE Limited (BSE) & National Stock Exchange of India Limited (NSE) and are frequently traded and accordingly, the minimum issue price has been calculated on the basis of trading at NSE. Therefore, in terms of Regulation 164 of the SEBI ICDR Regulations, the Issue Price has been computed as Rs .171/- per Warrant.

Note: As per Regulation 161 of SEBI (ICDR), 2018, relevant date falls on a weekend i.e. Sunday, July 05, 2020 so we have taken July 03, 2020 as relevant date (the day preceding the weekend i.e. Sunday & Saturday).

j. Auditor's Certificate:

The certificate from M/s Arun Naresh & Company, Chartered Accountants, being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company during 10:00 A. M. to 5:00 P.M. (office hours) up to the date of declaration of results.

k. Disclosure with regard to the names of issuer, its promoter or any of its directors not appearing in the list of wilful defaulter as issued by RBI.

The Company, its promoters and its directors are not categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India.

l. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

None of the Directors or key managerial personnel or their relatives is in any way concerned or interested in the above referred resolutions except to the extent of their shareholding

By Order of the Board
For Salasar Techno Engineering Limited

Date: 29.06.2020
Place: New Delhi

Rahul Rastogi
Company Secretary